

FINANCIAL TIMES

EUROPE'S BUSINESS NEWSPAPER

Friday October 10 1986

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No. 30,054

Reagan facing a testing time in Reykjavik, Page 18

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World news Business summary

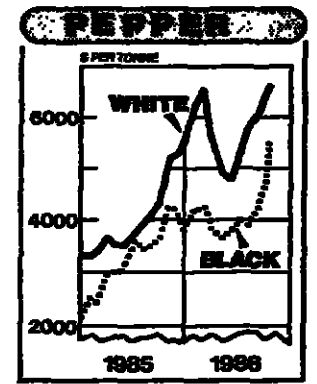
Reagan firm on 1987 spending

The White House and Congress were squaring up to each other over arms control as US President Reagan left for Iceland to meet the Soviet leader Mr Gorbachev.

Pharmacia bids SKr 1.27bn for rival

PHARMACIA, Swedish pharmaceuticals and biotechnology group, announced plans to take control of LKB, instruments and chemicals company, for SKr 1.275bn (\$186m).

WALL STREET: The Dow Jones industrial average closed 7.03 down at 1,796.82. Page 44



PEPPER prices are being pushed to record levels as farmers hoard stocks in producing countries. Shortages have become so acute that black pepper prices are trading at \$5,500 a tonne and the discount to white pepper has been sharply reduced. Page 36

Killings condemned

European Parliament condemned the execution by Indonesia of nine communists accused of plotting a coup 21 years ago and said it was a flagrant violation of human rights.

Call on Nato

President of Greece, Christos Sartzetakis, called on Nato to guarantee his country's eastern borders against a possible attack by neighbouring Turkey.

Nuclear-free zone

European Parliament called for the creation of nuclear-free zones in Europe and an end to the militarisation of space.

Appeal rejected

Iran has rejected a resolution passed by the UN Security Council calling for a ceasefire in the Gulf war, Tehran radio said.

Libya pays claim

Libya paid Norway \$500,000 in damages for illegally detaining a Norwegian freighter and its crew in 1984, the Norwegian Foreign Ministry said.

'Suspect' killings

Suspected Mafia gunmen have killed three more people in Sicily, including an apparently innocent woman, police said, as the funeral was held of an 11-year-old boy shot dead earlier this week.

Ambassador killed

Romania's ambassador to Turkey Vasile Patilinea, was killed when his car and a lorry were in collision near Istanbul, Hurriyet newspaper reported.

Emergency aid

United Nations Food and Agriculture Organisation said it would send emergency food aid to southern Sudan to feed 20,000 children at risk of starvation.

Arrests defended

Ugandan President Yoweri Museveni, defending a wave of political arrests, said he would use force if necessary to quell subversives who take up arms against his eight-month old Government.

Disarmament talks

Yugoslavia announced that neutral and nonaligned European countries will meet there on October 23 and 24 for talks on disarmament issues.

Army Marshal dies

China announced that Marshal Liu Bocheng, one of the founders of the People's Liberation Army and a senior member of the communist leadership until the mid-1970s, died on Tuesday at the age of 94.

Title game drawn

Newly reconfirmed champion Gary Kasparov and Antoly Karpov drew game 24 of their world chess series. The result left Kasparov victorious in the match by 12½ points to 11½.

Bonn joins call for Airbus to resume talks on US link

BY DAVID MARSH IN BONN

THE West German Government is urging Airbus Industrie, the European consortium aircraft manufacturer, to resume discussions on collaboration with McDonnell Douglas of the US in a bid to stand up to fierce international competition from Boeing, the other main US aircraft maker.

The move coincides with fresh worries in Bonn over slipping sales of Airbus's main wide-body airliners.

The British Government has strongly argued for a link between Airbus, owned by the leading aerospace groups in France, West Germany, Britain and Spain, and the US company to defray the costs and risk of new aircraft development.

Several months of contacts between Airbus Industrie, and McDonnell Douglas were broken off last month after the two sides failed to agree on any immediate strategy of collaboration.

German officials, however, say the Bonn administration is still trying to persuade Messerschmitt Bolkow Blohm (MBB), the German partner in Airbus, of the merits of a link with McDonnell Douglas over building new long range airliners for the 1990s.

The move in German thinking also takes place at a time when the Bonn administration is preparing its position on key aerospace questions to be discussed at the next summit meeting with the French Government in three weeks' time.

Mr Helmut Kohl, the West German chancellor, is to meet next week Mr Franz Josef Strauss, the Bavarian Prime Minister and head of the Airbus Industrie supervisory board, along with senior German ministers to map out a strategy on collaborative aerospace projects ahead of the summit.

Although the ministers will be discussing above all the vexed question of West German participation in France's plan for a manned space aircraft, Hermes, the future of Airbus will also be touched upon, officials said yesterday.

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Background, Page 2

Pretoria clamps down on foreign UDF funds

BY JIM JONES IN JOHANNESBURG

SOUTH AFRICA yesterday banned the United Democratic Front (UDF) from receiving foreign funds in a move which could deal a devastating blow to the country's largest anti-apartheid coalition.

UDF officials feared the move might be a preliminary to outlawing the organisation entirely.

Pretoria declared the front an "affected organisation." As a result the UDF is prohibited from obtaining funds from abroad or using foreign funds which it already has. The Government has appointed a registrar to oversee the front's finances.

Mr Louis le Grange, Minister of Law and Order, said yesterday that the Affected Organisations Act empowered the State President to declare an organisation "affected" if it was believed to be collaborating with or being influenced by organisations outside South Africa. The Government has frequently alleged that the UDF is a front organisation of the proscribed African National Congress (ANC).

Mr Azhar Cachalia, one of the UDF's few national leaders not in hiding or in detention, said yesterday that the Government's action would not affect the individual activities of the UDF's 700 or so affiliated organisations.

Mr Cachalia said that the UDF's ability to raise funds locally had been affected since the declaration of the state of emergency. More than half its income of several million rands now came from abroad - principally from the Nordic countries.

Mr Cachalia said the UDF's national and regional leadership would meet in secret to discuss appropriate action.

He said the UDF intended soon to challenge the Government action in the courts. He agreed with legal experts that the restrictions on the UDF did not extend to its affiliated organisations.

Mrs Albertina Sisulu, the UDF president expressed no surprise at the Government's action. She said the UDF and its affiliates had been harassed since the declaration of a state of emergency. Its offices had been searched by the police, its leaders arrested and some of its members had been or were now appearing in court on charges of treason.

Mr Cachalia said between 70 per cent and 80 per cent of the people detained under the state of emergency were affiliated to the UDF. The Detainees' Parents' Support Committee (DPSC) has estimated that about 20,000 people remained in emergency detention.

Mr Colin Egin, the leader of the official opposition Progressive Federal Party said restrictions would do nothing to solve the country's fundamental political problems and were symptomatic of South Africa's deteriorating internal political situation. He said: "When will the Government come to realise that a solution to our problems is not to be found in restrictions and coercion but in fundamental political reform through negotiation with leaders of all sections of our people. Until the Government comes to terms with this reality it will lock itself, and with it the people of South Africa, into a process of reducing political freedom."

Bitter pill for Mozambique, Page 4

Pound fails to sustain march out of crisis

BY ROBIN PAULEY IN LONDON AND ANDREW FISHER IN FRANKFURT

STERLING began a march out of crisis yesterday morning before marching smartly back downhill in the afternoon as currency dealers offloaded the pound to underline their dismay at the UK Chancellor of the Exchequer's speech to the Conservative Party conference.

The currency made strong and consistent gains against the dollar and continental European currencies throughout the morning as the markets waited to see whether Mr Nigel Lawson would mount a verbal defence of the battered pound during his speech.

But he made no mention of the crisis, interest rates or the European Monetary System, and from the moment he sat down just before 1pm sterling quickly started to lose most of its morning advances.

A late flurry of support, widely interpreted in the City of London as further Bank of England intervention, helped sterling to close slightly up on the day.

Meanwhile, West Germany's central bank again refused to cut key interest rates yesterday, sticking to its argument that the German economy was already providing a strong stimulus to the rest of the world.

During his most successful speech so far to the Conservative Party conference, Mr Lawson hardly mentioned the recent pressure on sterling or a possible rise in interest rates.

Afterwards Mr Lawson said he did not talk about foreign exchange markets at party conferences but noted that he might talk about some of these issues in an important financial speech at the Mansion House on Thursday.

Mr Lawson's sole reference to sterling was when he said in relation to the Labour Party's economic programme: "No wonder the financial markets have been nervous."

The late recovery in the pound in London meant the sterling index closed at 87.5 and at DM 2.85, one pence up on the DM 2.8449 opening. The close of \$1.4215 was marginally down on the opening \$1.4235 but ahead of Wednesday's close of \$1.42.

Dealers in London last night had no doubt that sterling is still deeply troubled. They believe that having stayed off a rise in interest rates until his conference speech Mr Lawson is now trying to engineer a further respite until his annual Mansion House speech on economic strategy next Thursday.

Continued on Page 20 Money markets, Page 37

Lawson sets target of zero inflation

BY PETER RIDDELL, POLITICAL EDITOR, IN BOURNEMOUTH

MR NIGEL LAWSON, the UK Chancellor of the Exchequer, yesterday sought to calm nervous financial markets by promising he would never take risks with inflation and would keep public borrowing firmly under control.

In line with the skillfully orchestrated conference slogan of "the next move forward" Mr Lawson stressed the targets of cutting taxation, increasing privatisation and private share ownership, and said the aim was to achieve zero inflation in the next parliament.

On taxation, he reaffirmed his "long-term aim" of reducing the basic rate of income tax from 20 to 25 per cent. But he did not set out any specific time-table and his caution was seen by some MPs as implying a reduction phased over at least two years.

Mr Lawson's sole reference to sterling was when he said in relation to the Labour Party's economic programme: "No wonder the financial markets have been nervous."

"We will not engage in an irresponsible spending spree. We will keep borrowing firmly under control." Noting his aim of cutting taxes, Mr Lawson said: "We will never, never take risks with inflation. So we will reduce taxation as and when it is prudent to do so."

Noting that two fifths of the pre-1979 state sector of industry will have been privatised by the end of next year Mr Lawson said: "In the next parliament we will privatise most of what remains." No specific list or timetable has been drawn up.

Mr Lawson gave the aim in the next parliament of doubling the number of people directly owning shares in British industry on top of the doubling of the 1979 number.

His other firm pledge was the aim of eliminating inflation.

Mr Lawson's amusing and hard-hitting speech was clearly aimed mainly at the conference and was

Continued on Page 20 Conference report, Page 13

First Boston plans \$3bn issue backed by GM vehicle loans

BY WILLIAM HALL IN NEW YORK

A RECORD \$3.2bn note issue backed by General Motors vehicle loans is being planned by First Boston, a leading Wall Street securities house.

The issue, the largest of any type by a non-government borrower in US capital markets, marks a rapid acceleration in the new business of turning consumer and corporate debts into securities, a technique known as securitisation. Volume could reach \$10bn this year, First Boston estimates.

The notes further illustrate the way commercial banks are losing some of their traditional leading business to securities firms. Much wholesale bank lending, for example, has been overtaken by the fast expanding market for commercial paper issued by corporations. Bankers are concerned that other types of traditional bank lending are now being increasingly securitised by their investment bank competitors.

First Boston's notes will be backed by new car and light truck loans written by General Motors during its present low cost financing promotion. The company was launched last month to help sell large stocks of 1986 model vehicles.

GM, which will continue to administer the loans, will be obliged to repurchase any defaulted loans up to a total of 5 per cent of the collateral for the notes, which are called Asset Backed Obligations (ABOs). The notes will also carry a letter of credit from Credit Suisse, the big Swiss bank.

First Boston expects the ABOs to attract triple A ratings, the highest, because of the quality of the loans and the Credit Suisse guarantee. GM's 2.9% interest rate has attracted many buyers who normally paid cash for their vehicles said Mr Anthony Dub, managing director in charge of First Boston's asset finance group.

The ABO will be priced next week to yield, First Boston hopes,

only 70 to 80 basis points (0.7 to 0.8 of a percentage point) more than US Treasury securities of similar maturity. The average life of the three ABO tranches will be 1.05 years, 2.20 years and 3.04 years.

Mr Dub said this new form of financing is the cheapest available to corporations on the basis of the total cost of capital.

First Boston, drawing on its experience packaging mortgages as securities opened up the asset-backed market to corporations in March 1985 with a \$192m issue for Sperry backed by the company's computer leases.

Since then, a total of about \$5.2bn of notes have been issued backed by assets such as motor vehicle loans and computer leases. About \$1bn were private placements backed by receivables such as credit card debts and farm equipment loans. First Boston claims 80 per cent of the market.

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EUROPEAN NEWS

Spanish premier under fire over Nato policy

BY DAVID WHITE IN MADRID

MR FELIPE GONZALEZ, the Spanish Prime Minister, will face the combined fire of both pro-Nato and anti-Nato opposition parties next week over the Government's handling of its policy towards the alliance.

Parties ranging from the conservative right to the Communists agreed yesterday to press a joint series of questions in Congress on what they claim to be a covert move to bring Spain into Nato's military structure.

This would be contrary to the terms of the question put to Spaniards in the Nato referendum last March, when a majority voted in favour of staying in the alliance. The Government has repeated its policy of remaining outside the military command structure.

The storm blew up over a nine-point memorandum sent to Nato headquarters in Belgium on Spain's role in the alliance. Although a version of the memorandum, alleged to have been leaked in Brussels, has been published by a Spanish magazine, the Government has insisted on its confidential nature.



Mr Felipe Gonzalez

The opposition plan to tax Mr Gonzalez on the issue followed a joint walkout on Wednesday from a closed-door session of Congress's foreign affairs commission over the Government's refusal to allow the parties free access to the document.

The row, which brings the Nato issue back into the centre of Spanish domestic politics, has awkwardly coincided with a visit to the contested British colony of Gibraltar by Gen Bernard Rogers, Nato's supreme commander in Europe.

Libya pays for death of Norwegian seaman

By Fay Gjester in Oslo

MORE THAN a year after accepting liability, and after repeated Norwegian government reminders, Libya yesterday finally paid Norway \$500,000 compensation for the death of a Norwegian seaman, and the brutal treatment of several of his shipmates, when their vessel was arrested in Tripoli in May 1984.

The money will be shared among the crew, the shipowner, and the murdered man's family. This is believed to be the first time Libya has ever paid such compensation.

Mr El-Hadi Omar El-Herki, head of the Libyan "Peoples Bureau" in Copenhagen, presented the cheque to Mr Knut Freydenlund, Norway's Foreign Minister, in Oslo.

The agreement to pay was reached in July 1985, after negotiations in Tripoli between Dr Ali Treike, the Libyan Foreign Minister, and Norway's ambassador to Greece, also accredited to Libya.

Dr Treike conceded then that the treatment of the ship "Germa Lionel" and its crew had been illegal. The vessel was arrested and held for over a month. Many of its crew were subjected to interrogation and torture, on suspicion of spying, by a so-called "People's Com-

mittee".

David Marsh on W German worries about high-risk projects and sluggish sales

Why Bonn wants a US link for Airbus

WORRIES over the financial outlook for Airbus Industrie, the European airliner manufacturing consortium, have prompted the West German Government to push further the idea of collaboration between Airbus and McDonnell Douglas of the US.

The concern has continued despite the consortium's order last week from Northwest Airlines of the US for aircraft, which could be worth \$35m. Officials in Bonn say the Government is backing possible technological and commercial links between Airbus and McDonnell Douglas over building a new generation of long-range airliners for the 1990s in an attempt to improve the outlook.

A statement from Airbus Industrie last month saying that talks between the consortium and McDonnell Douglas had ended for the moment is regarded in Bonn as being of only provisional significance.

"By the end of the year, the world could look different," said one official. The Bonn Government has thus joined the UK Administration in coming out in favour, under the appropriate conditions, of a link between Airbus and the US group.

This is because the possible cost and risks of the new Airbus projects to build the short-to-medium-range two-engine A330 combined with the long-range four-engine A340 are

starting to cause concern in both London and Bonn.

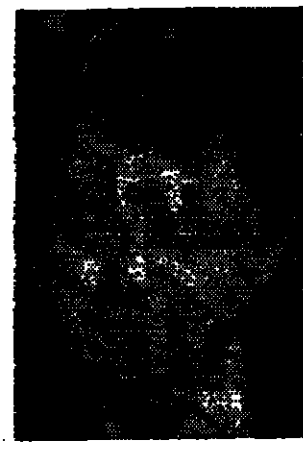
Additionally the Bonn government is also worried about the effect on sales of Airbus's older wide-body jets, the A300 and A310, which have been very sluggish over the past 18 months.

Combined with a highly aggressive sales campaign by Boeing, the world's dominant airliner manufacturer, to win wide-body jet orders, the latest currency changes have caught Airbus in a "pinch" movement, the official said.

Optimism over the outlook for Airbus in Bonn has not been noticeably increased by the consortium's success in clinching the agreement to sell up to 100 of its latest A-320 narrow body jets to Northwest Airlines in a deal which could be worth a total of more than \$5m.

Some of the credit for this order has been claimed by Mr Franz Josef Strauss, the leader of the Bavarian Christian Socialist coalition party in the Bonn Government and chairman of Airbus Industrie's supervisory board. Mr Strauss visited the US in the summer in an attempt to whip up support for the consortium on the American market.

Part of the high profile Mr Strauss has recently been taking on the Airbus question is also explained by the imminence of the Bavarian state parliament



Mr Strauss: some credit for Northwest Airlines order.

tary elections taking place on Sunday.

Bonn officials say the success of the A320, which makes its first flight next year and is due to enter service in 1988, has been due to uncertainties over the world airline traffic outlook which are pushing airlines towards narrow-body aircraft rather than wider ones.

Airbus Industrie is owned 79.9 per cent each by Aerospatiale of France and Deutsche Airbus (a subsidiary of Messerschmitt Boelkow Blohm) of West Germany, 20 per cent by British Aerospace and 4.2 per cent by Casa of Spain. It has been losing considerable ground

against Boeing recently in the overall battle for airliner orders.

The idea of a link-up with Douglas Aircraft, McDonnell Douglas's commercial aircraft company, would be to combine forces especially on the very long-term airline sector as a means of attenuating Boeing's highly profitable monopoly in this area.

However, Douglas has its own project for a new long-range airliner—the MD-11—which it hopes to bring out by 1990 as a derivative of its long-serving DC-10.

Neither of the two companies up to now has been willing to give up its own long-range airliner project. This has resulted in a stalemate in the contacts the two sides have been holding over co-operation since the end of last year.

Lufthansa, the German national carrier, as well as Swissair and other international airlines such as Singapore Airlines and Northwest and Delta of the US, are however expected to make up their mind soon on whether to buy the A340 or the MD-11.

This would provide the impetus allowing either Airbus or McDonnell Douglas to be first in the field in launching a new project as a programme and could set the framework for subsequent collaboration between them on financing and constructing the new airliners, Bonn officials

say. The decision by Lufthansa, which is majority owned by the German Government but which normally follows an independent purchasing policy, is being particularly awaited as setting the tone for Airbus's overall future strategy.

The German Government remains politically committed to the A 330/340 programmes, both to boost the country's overall aeronautic industry prowess and to further co-operation with France.

However, worries are deepening over the cost. "We haven't seen yet all the Airbus bills. They will be fearful," said another official yesterday.

The Economics Ministry, which is already budgeting for DM 200m (270m) in spending on A330/340 development next year, is considering other ways of supporting the Airbus programmes through possible use of the aircraft for military purposes.

Although the idea of using the A330 in an anti-submarine warfare role by the German air force has been given up, the suggestion of turning wide body airliners into tankers for mid-air refuelling of air force jets is still being considered.

Mid-air refuelling capacity could be needed in the early 1990s to allow more low level flight training to take place outside the country at a training area in Turkey which is being considered by Nato

Solidarity council ruled illegal

A GDANSK provincial official has ruled a provincial council created by the banned Solidarity trade union is illegal because it posed a threat to public order, Solidarity members said yesterday, AP reports from Warsaw.

The decision, which makes the Government's chief prosecutor, Mr Jerzy Urban, said last week the Solidarity Council was an illegal organisation and that its members risked imprisonment.

In response to last month's general amnesty for political prisoners, Mr Lech Walesa, the Solidarity chairman, named seven former underground leaders to a provisional union council that will forge clandestine work to press the movement's causes in the open.

"I am not disappointed, one could expect such a decision," Mr Walesa said in a telephone interview. "My reaction is: calm, no unnecessary emotions. We will think about what to do about it."

The ruling, which was dated Monday, came from the director of the socio-administrative department at the Gdansk provincial office, who questioned Mr Walesa last week on the council's aims.

The seven members of the council also were summoned for questioning by local provincial officials on the matter.

The socio-administrative department is empowered to determine the legality of organisations established by citizens and can ban them or declare them illegal.

Mr Jozef Finkler, a council member, said the decision by the Gdansk official said the organisation "may cause a threat to security, peace or public order."

"The investigation concluded that the creation of the organisation... cannot function within the legal order because its creation was not legalised on the basis of the law on associations or other legal regulations," the decision said.

Greece's current account balance stays in black

BY ANDRIANA IEROICACONOU IN ATHENS

GREECE'S monthly current account balance was in the black for the second month running last August, mainly because of an increase in earnings from tourism and a drop in oil imports compared to the same month last year, according to Bank of Greece figures released yesterday.

The overall current account deficit for the eight-month period between January and August 1986 was contained at \$1,207m, compared to \$2m in the same period last year.

Under an economic stabilisation programme introduced a year ago, on the basis of which Greece secured a \$1.75bn (€1.25m) European Community support loan the authorities are aiming to reduce the current account deficit for 1986 to \$1.7bn compared to a record \$3.5bn in 1985.

The improvement in the first eight months of this year can be traced mainly to a 45 per cent reduction in imported oil costs relative to the same period last year, a 26.2 per cent increase in earnings from tourism, and a 67.7 per cent increase in EEC receipts.

Non-oil imports, however, have proved resistant to the October 1985 austerity measures which included a compulsory import deposit requirement for over one-third of the products coming into Greece, a 15 per cent devaluation of the Drachma and a virtual freeze of wages and salaries.

Between January and August non-oil import costs went up by 14.8 per cent, compared with the first eight months of 1985. Overall earnings from exports, however, improved by only 1.5 per cent.

President demands border guarantees from allies

BY OUR ATHENS CORRESPONDENT

THE PRESIDENT of Greece, Mr Christos Karamanlis, called on Nato this week to guarantee his country's eastern borders against a possible attack by neighbouring Turkey. He accused the alliance of acting like a "latterday Pontus Pilate" in treating the disputes between Athens and Ankara in the Aegean as a purely bilateral issue.

A bid to secure Nato's guarantee of Greece's borders against Turkey has been made in the past by the Greek Socialist Government headed by Prime Minister Andreas Papandreu. This founded on a Turkish veto.

Dr Papandreu himself warned Nato allies last Monday that Greece "is not a banana republic" after a fierce row broke out over Nato exercises, Display Determination, which is taking place in the Aegean this

month without the participation of Greek forces.

Greece complained that the Nato authorities had not provided information essential for ensuring the safety of civilian flights, on planned fighter jet manoeuvres above an altitude of 10,000 ft, and that its right information region (FIR) was repeatedly violated by Turkish and US military aircraft.

The Greek president, whose role is that of a non-party political head of state, delivered his views on Nato in the emotive setting of the North Aegean island of Lemnos which celebrated the 74th anniversary of its liberation from Ottoman rule on Wednesday. He castigated Nato for failing to include Lemnos in exercise plans, because of Greece's abstention from allied exercises in the Aegean for the past four years.

W German aid for Turkey

WEST GERMANY has offered Turkey extensive military and economic aid in return for free movement for Turks in the European Community, government officials said yesterday, Reuters reports from Bonn.

They said the offer, worth DM 750m (€282m) was made at talks between senior officials

in Ankara on Monday and Tuesday.

The offer was conditional on a settlement between Turkey and the Community over what Turkey regards as the right to free movement for its citizens in the Community from December 1 under the terms of an association treaty, the officials said.



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Will they be able to service a \$5.2 billion debt rather than the expected \$1.3 billion debt?

How tightly will construction costs be controlled by a consortium whose major members benefit from the construction phase?

One happy member of the consortium has said, "You have no idea how profitable this development will be for the construction companies."

Civil Engineering is notorious for over-running on project timings. The Japanese Seikan Tunnel over-ran by 50%.

Eurotunnel have also under-estimated the response of the ferry operators. They're not just going to helpfully roll over and die. They will fight for their future.

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EUROPEAN NEWS

Private Italian TV network set for major shake-up

BY JOHN WYLES IN ROME

RAI, the Italian state-controlled radio and television group, has a new president and managing board at the end of a three-year wrangle between the governing parties which also clears the way for big changes in the operations of the country's private television network.

These restrictions forced Mr Berlusconi and his three channels, Canale 5, Retequattro and Italia Uno, into a complicated distribution of videos for quasi-simultaneous broadcasting from a chain of stations around the country.

To avoid a concentration of ownership, the parties agreed some time ago that no single proprietor should have more than two channels. The Christian Democrats wanted to prevent Mr Berlusconi going "live" until he had checked the current Italian accord.

This will be the first time that Italy has allowed private sector news broadcasting. Politically, it means that the Socialists believe they have, in Mr Berlusconi, a powerful media supporter to counterbalance the Christian Democrat penetration of RAI.

This is, however, by no means total. The RAI presidency is a Socialist preserve and Mr Craxi has persuaded Mr Enrico Manca, the party's economics spokesman, to take the job.

Mr Manca, who at one time was a rival to Mr Craxi, was very unenthusiastic about leaving his party post. He resigned as Minister of Trade in 1986.

Opec far from accord on output quotas

By Richard Johns in Geneva

THE Organisation of Petroleum Exporting Companies (Opec) was yesterday far from agreement on a new system of distributing output quotas as its ministerial conference entered its fourth day here.

Output at the moment is limited to 16.5m b/d (depending on Iraq's ability to export).

Kuwait continued to insist on a formula which would give it a larger share of whatever total is thought to be possible in terms of market demand and the hangerover of supplies from the late summer.

Maintaining what most other delegations increasingly regard as a confrontational stance Sheikh Ali Khalifa al Sabah, Kuwait's Minister of Oil said last night: "There will never be a change in our position even if I was a minority of one."



Advance men from the Reagan and Gorbachev parties on the steps of Hotel, the summit meeting place. A youngster on his bicycle seems unimpressed.

Moscow to fight on in Afghanistan

BY PATRICK COCKBURN IN REYKJAVIK

THE Soviet Union is prepared to fight on in Afghanistan until the government in Kabul has achieved final victory, a senior Soviet spokesman said yesterday.

Mr Alexander Bovin, a senior writer on the daily Izvestia who also acts as a spokesman, told a news conference that the conflict in Afghanistan would stop either when Pakistan and Iran ceased to help the Afghan guerrillas or when the government in Kabul was able to increase its political support to the point where it could win.

The statement shows that, in spite of the withdrawal of 7,000 Soviet soldiers from Afghanistan next week, part of the 115,000 forces stationed there in 1979, Moscow is determined to keep the present government in power.

Meanwhile, Soviet spokesmen at a press conference on regional conflict in Reykjavik yesterday expressed cautious optimism over the outcome of the Iceland meeting between President Reagan and Mr Mikhail Gorbachev, the Soviet leader.

"We should not be in too much of a hurry to get disappointed," Mr Nikolai Shikhlin, a senior official in the Central Committee Secretariat, said.

He added that the meeting "could give a green light for the summit" but there was still a wide distance between the two sides.



Reagan/Gorbachev Reykjavik

Bonn seeks talks on short-range missiles

WEST GERMANY has endorsed dramatic cuts in medium-range nuclear missiles in Europe but asked President Ronald Reagan not to forget about Soviet shorter-range weapons during the superpower summit, Bonn officials said yesterday, AP writes from Bonn.

Chancellor Helmut Kohl wants Mr Reagan to ask Moscow to follow any medium-range missiles agreement with negotiations on the new shorter-range system, the officials said. Mr Kohl made the request in a letter sent to Mr Reagan on Tuesday, said the officials.

Geneva arms talks US and Soviet negotiators held nearly three hours of talks on medium-range nuclear missiles in Geneva yesterday, their final arms control session before the Reykjavik meeting. Reuter reports from Geneva.

Dutch worries The Netherlands, which is yet to deploy its share of Nato intermediate-range nuclear missiles, is insisting that any superpower pact on the missiles be not watered down because of fears of a corresponding increase in Soviet shorter-range nuclear missiles, AP reports from the Hague.

Dublin forced to increase short-term lending rates

BY HUGH CARNERY IN DUBLIN

THE GLOOMY economic outlook confronting the Irish Government deepened yesterday when the central bank responded to rising interest rates in the Dublin money markets by raising its short-term lending rates by 2 per cent to 12 per cent.

Retail bank rates and mortgage rates are bound to follow, adding to the difficulties of the Fine Gael-Labour coalition which had hoped earlier in the year that lower interest rates would help push up real incomes, stimulate the economy and relieve its beleaguered standing in the opinion polls.

So far a confidence spending surge has not occurred and a combination of uncertainty in the foreign exchange markets and concern over the continued rocky state of the public finances has moved interest rates up again.

A big factor has been the weakness of sterling. This week, the Irish pound, the punt, has traded above 95 pence despite an 8 per cent devaluation within the European Monetary Sys-

tem in August when the punt was approaching similar levels. The market appears to accept government assurances that it will not seek another devaluation, but interest rates have still pushed up. The curious effect of rates rising in response to a strong currency reminds one of Ireland's strong trading ties to sterling which prompts heavy outflows when sterling is perceived as cheap.

The situation has resulted in the appearance of what has been dubbed "Black Hole 2"—an unexplained residual capital outflow of £1.5bn (£1,425bn) in the nine months to the end of June showing up in the balance of payments account.

A similar phenomenon in 1984, the original "Black Hole," was attributed to profit repatriation by foreign companies. "Black Hole 2" is being attributed officially to foreign exchange speculation, mainly by companies, but there are suggestions it may signal an exodus of funds prompted by a deep-seated lack of confidence in the Irish economy.

Brussels to tighten up on competition rules

BY QUENTIN PEEL IN BRUSSELS

THE EUROPEAN Commission has decided to tighten its enforcement of competition rules, and insist on the repayment of government subsidies when they are illegally granted to ruling industries.

The decision was agreed by the 17-man Commission, reinforcing the more rigorous application of restrictions on state aid being urged by Mr Peter Sutherland, competition commissioner.

It was also agreed the Commission services must speed their legal inquiries in competition cases, although a proposal to set a deadline of six months was not approved.

The decision on a specific aspect of enforcing competition policy was the first since last weekend's discussion launched by Mr Jacques Delors, the Commission President.

That debate underlined a clear difference between Mr Delors and Mr Sutherland, generally reflected in the left-right split in the Commission, on how far restrictions on state aid should be enforced.

The Sutherland view now appears to have prevailed without a major split. The only real discussion was on whether the Commission should set itself a six-month deadline for decisions.

Few competition inquiries are completed within that time, and there was general agreement that the whole legal process must be speeded up. But a majority in the Commission objected to a rigid deadline.

The European Court has told the Commission it must complete inquiries within "a reasonable time." The Treaty of Rome also allows appeals if the Commission is deemed to be failing to act on a case.

Todate, there have been less than 20 cases of member-states continuing to pay subsidies after they were found illegal.

National Assembly job for Dumas after shock vote

BY DAVID HOUSEGO IN PARIS

MR ROLAND DUMAS, the former French Socialist Foreign Minister, yesterday emerged as the new president of the Foreign Affairs Committee of the National Assembly in a surprise vote that revealed splits within the Government's majority.

It is the first time that Mr Jacques Chirac's administration has failed to impose its nominee

to the chairmanship of a parliamentary committee and the setback yesterday was regarded as embarrassing to the Government.

The Socialists success in securing the presidency also comes at a time when terrorism has brought foreign policy and the Middle East in particular to the centre of public debate.

For the first time this week the Government came under attack in the National Assembly from the Socialists and also from part of its own majority.

Mr Dumas was elected in the third round of the secret ballot among the 78 members of the committee. He got through notwithstanding the Government's majority in the parliament—because at least two government supporters broke rank and he had the support of the Communist Party and the extremist right wing National Front of Mr Jean-Marie Le Pen.

The vote in his favour by the National Front was the more surprising because of the Front's biting attacks on the Socialists. But Mr Le Pen said afterwards that the Front had wanted to block the government candidate.

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OVERSEAS NEWS

Anthony Robinson reports on economic warfare with Mozambique and looks at the United Democratic Front

Pretoria administers first bitter pill to front-line state

SOUTH AFRICA'S decision to repair Mozambican workers, coming so soon after the US Congress overruled President Ronald Reagan's veto of its sanctions package, is meant above all to demonstrate that two can play the game of economic warfare.

security situation has deteriorated even further. The writ of the Maputo Government now barely extends beyond the capital and a few provincial centres which can still be reached by air or by military convoys subject to frequent ambushes. The MNR, although reluctant to occupy towns and set up its own administration, controls most of the countryside.

Throughout the life of the Nkomati Accord, both sides have accused the other of failing to honour the agreement. On the Mozambican side accusations of Pretoria's bad faith reached a climax last year when Zimbabwean troops overran an

MNR base camp at Gorongosa and captured documentary evidence that South Africa had not only maintained contacts with the MNR but had dropped supplies and helped set up airstrips.

This confirmed strong suspicions that powerful elements within the South African Defence Force were unhappy at Pretoria's willingness to prop up the Maputo government.

Since then the mood in Pretoria has hardened dramatically in the face of sanctions pressures abroad, a right wing backlash and black unrest.

Mozambique has complained that South Africa has given no evidence that the spate of landmine explosions, including this week's incident which wounded six South African soldiers, was the work of ANC guerrillas operating from Mozambique soil.

But the official commentary broadcast by South Africa claimed that Mr Joe Slovo, the white South African Communist who holds a key position in Umkhonto We Sizwe (Spear of the Nation), the ANC's military wing, is "back in business" in Maputo. He was expelled following the March 1984 Nkomati Accord.

S African 'Solidarity' is chief target of clampdown

TO ITS millions of supporters in South Africa and its friends abroad, the United Democratic Front represents the aspirations and hopes of the disenfranchised, providing an extra parliamentary organisation which challenges the legitimacy of the Government and offers an alternative vision of a non-racial future. Its closest parallel abroad is the Polish Solidarity movement.

For Pretoria, however, the UDF is little more than the internal wing of the banned African National Congress. It sees the Front as a subversive organisation infiltrated by Communists which has spread its tentacles through South African society and which differs from

the ANC only in its formal commitment to non-violence. As its name implies, the UDF is a front organisation, an umbrella under which come together more than 700 affiliated organisations with more than 2m members. Its bedrock support is to be found in the hundreds of local community, youth and student groups which have sprung up over the last three years of unrest in black, coloured and Indian communities around the country.

But many trade unions and religious organisations are also affiliated. Several of its patrons, like Archbishop Desmond Tutu and the Rev Allan Boesak, president of the World Alliance of

Reform Churches, are clerics. Others, like Mrs Albertina Sisulu, wife of jailed ANC leader Mr Walter Sisulu, provide a personal link with the black nationalist movement which, before its banning in 1960, openly represented the mainstream of black nationalist aspirations.

Ironically, it was the Government's plan for a new constitution which provided the rallying point for the foundation of the UDF at a mass rally in the Coloured township of Mitchell's Plain near Cape Town in August, 1983. The Government hoped that, by extending the vote to Coloureds and Indians and giving them their own separate houses in the new tri-Cameral

Parliament, they would broaden the former exclusively white power base.


But the exclusion of the black majority and opposition within the Indian and Coloured communities provided fertile ground for an unprecedented release of political energy. Initially, this was targeted on a successful campaign to boycott the August, 1984, elections to the two new houses. Since then, politically conscious community associations have mushroomed across the country and UDF affiliated groups have organised school and rent boycotts, consumer strikes and also an anti-conscription campaign.

Since then the internal



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Chinese port to host US warships

By Robert Thomson in Peking
MR CASPAR WEINBERGER, the US Secretary of Defence, announced in Peking last night that China had agreed to a symbolic port call by US warships that he hoped would lead to closer military co-operation.

Thailand's coalition left shaky

By Peter Ungphakorn in Bangkok
THAILAND'S commerce minister survived a vote of no confidence yesterday in the House of Representatives. Nevertheless the two-month-old, four-party coalition government has been left in a shaky position following a series of controversies.

Naira value boosted by auction reform

THE NIGERIAN currency, the naira, rose 44.5 per cent against the dollar at the weekly currency auction yesterday after the central bank changed its way of determining the rate. Reuters reports from Lagos.

EEC protest as Jakarta executes nine communists

BY JOHN MURRAY BROWN IN JAKARTA
THE Indonesian Government has executed nine communists for their part in the attempted coup in 1965, military spokesman Brigadier P. Darmasid confirmed yesterday. Western diplomats see this as a warning to would-be opponents of the regime before national elections in April.

Handwritten text in Arabic script: "سوراجي"

AMERICAN NEWS

NOTICE TO HOLDERS OF Warrants to Purchase Common Stock of Beatrice Companies, Inc.

Pursuant to Sections 5 and 6(b) of the Warrant Agreement (the "Warrant Agreement") dated as of September 15, 1984, by and between Beatrice Companies, Inc., a Delaware corporation (the "Company"), and Citicorp, N.A., notice is hereby given by the Company that the Company has executed an amendment (the "Amendment") to the Warrant Agreement in connection with the hereinafter described Merger and that BCI Holdings Corporation, a Delaware corporation ("Parent"), has made the hereinafter described election under the terms of its Parent Preferred Stock (as such term is defined below).

An Agreement and Plan of Merger (the "Agreement") dated as of November 14, 1985, and modified as of February 2, 1986, was entered into by and among the Company, Parent, and BCI Merger Corporation, a Delaware corporation and an indirect subsidiary of Parent ("Merger Sub"). On April 17, 1986, Merger Sub was merged with and into the Company (the "Merger") whereupon the separate existence of Merger Sub (except as may be continued by operation of law) ceased, and the Company continues as the surviving corporation. Each share of common stock, without par value, of the Company (the "Shares") issued and outstanding immediately prior to the effectiveness of the Merger on April 17, 1986 (other than (a) Shares which were issued and outstanding immediately prior to the effective time of the Merger and owned by Parent or any direct or indirect subsidiary of Parent, or which were held in the treasury of the Company or its subsidiaries and (b) Shares held by any holder who had perfected dissentor's rights under the Delaware General Corporation Law) was cancelled and extinguished and converted into the right to receive (i) \$40 in cash, without any interest thereon, and (ii) 10/25 of a validity issued, fully paid and nonassessable share of Cumulative Exchangeable Preferred Stock of Parent with a liquidation preference of \$25 per share ("Parent Preferred Stock").

Effective August 1, 1986, Parent exercised its election under the terms of the Parent Preferred Stock to exchange each share of Parent Preferred Stock for \$25 principal amount of 15.25% Junior Subordinated Exchange Debentures Due 2002 of Parent (the "Exchange Debentures") which Exchange Debentures were issued pursuant to the Indenture dated as of July 1, 1986 between Parent and The Connecticut National Bank, as Trustee. Consequently, in lieu of receiving Parent Preferred Stock upon the exercise of any outstanding warrants (the "Warrants") issued pursuant to the Warrant Agreement, the holder of each Warrant is now entitled to receive \$25 in principal amount of Exchange Debentures August 1, 1986. More specifically, effective August 1, 1986, the holder of each outstanding Warrant has the right, during the period such Warrant is exercisable as specified in Section 4 of the Amendment and subject to Section 5 of the Amendment, to receive upon exercise of such Warrant (i) \$27.04 principal amount of Exchange Debentures and (ii) \$1.02 in cash, without any interest thereon, for each Warrant which the holder exercises. The Exercise Rate (as defined in the Warrant Agreement and the Amendment) remains 27.304 per Warrant.

In addition, the Amendment provides that the Company after the Merger specifically assumes all of the obligations which the Company originally undertook pursuant to the Warrant Agreement and the Warrants. The Amendment further provides for adjustments which, for events subsequent to the effective date of the Amendment, shall be as nearly equivalent as may be practicable to the adjustments provided for in Section 5 of the Warrant Agreement.

Any questions regarding the Amendment, the Exchange Debentures or the effect of the Merger on outstanding Warrants should be directed to:

Mr. Michael Quane
Beatrice Companies, Inc.
2 North LaSalle Street, 25th Floor
Chicago, Illinois 60602

BEATRICE COMPANIES, INC.

Pinochet shakes up army and offers talks with civilians

HOURS after shaking up his army command with retirements and transfers, president Augusto Pinochet of Chile offered limited and conditioned dialogue with civilian politicians, AP reports from Santiago.

But President Pinochet's offer, late on Wednesday, fell short of opposition demands - and calls from some of his own military men - for talks on restoration of democracy in Chile after 13 years of authoritarian rule.

The Government published written orders from President Pinochet to Mr Ricardo Garcia, Interior Minister, to contact politicians.

President Pinochet emphasised, however, that Mr Garcia should only pursue talks with politicians who accept the 1980 constitution, which calls for the armed forces to nominate a single presidential candidate for a 1988 plebiscite. The constitution also allows Gen Pinochet to seek a new eight-year term then.

The 70-year-old President and army commander also told Mr Garcia to limit his contacts to politicians who publicly reject Marxism and political violence.

Gen Pinochet also told Mr Garcia that talks should be restricted to two specific areas: proposals for a law to legalise political parties - now banned - and the establishment of new electoral registries.

The old registries were destroyed by the military after the 1973 coup in which Gen Pinochet seized the presidency from Salvador Allende, an elected Marxist.

The opposition, which in recent weeks has stepped up its demands for a dialogue with the armed forces for the restoration of democracy, wants talks without conditions.

Opposition leaders also want to propose changes in the constitution to allow an open presidential election as soon as possible.

On Tuesday, Gen Fernando Matthei, air force commander and a member of the four-man law-making military junta, also called for such talks. He made clear, however, that talks should include only non-Marxist opposition parties, and he said he would meet with no political leader without first consulting with Gen Pinochet.

Two other junta members - Admiral Jose Toribio Merino, Navy Commander, and Gen Rodolfo Stange, Police Commander - also said they were prepared to hear what democratic opposition parties had to say.

Mr Gabriel Valdes, President of the centrist opposition Christian Democratic Party, said that if he met the military leaders he would tell them that the single-candidate, yes-or-no plebiscite for president in 1988 "represents no solution."

Brasilia threatens to force sale of cattle

BY Stefan Wagstyl in London

THERE IS big trouble at the ranch in the cattle farming states of Brazil.

The government of Mr Jose Sarney is threatening to send its horse-men out on the range to force farmers to sell their cattle in order to end a shortage of meat in the country.

After failing to win the farmers' co-operation by offering a 25 per cent increase in prices, the Government announced this week that it was prepared to seize the cattle the ranchers refuse to sell. Under the Government's emergency plan the cattlemen will be paid about £11 (\$18) an arroba (about 15 lbs) - take it or leave it.

The farmers are refusing to sell because their cattle are worth more alive than dead.

It was the end of inflation indexation in February under the Crusado economic reform plan which encouraged the ranchers to cut beef sales and start holding more livestock to protect themselves against rising prices. Also, Government threats to seize underused land for redistribution to the poor has led rich farmers to increase the size of their herds, even to the extent of buying back animals sold for slaughter.

As a result, Brazilians who say they eat some of the highest and best steaks in the world have been short of beef for their dinners. In Sao Paulo alone 1,000 butchers shops have closed and people have been out on the streets in protest. Wild rumours have been flying around of hoarding by wholesalers, who have denied that they hold surplus stocks.

It is no surprise that President Sarney has moved to try to pacify the restless townfolk since his Government faces an important election for a new constituent assembly next month.

The wealthy cattlemen, owners of the fourth largest herd in the world, are not expected to surrender easily. One of the most powerful political groupings in the country, the ranchers have become a focus of opposition to the continued price freeze.

The ranchers say that the beef shortage is not caused by farmers keeping stock on the ranches but by an increase in consumer demand in the towns caused, ironically, by the success of President Sarney's efforts to stimulate economic recovery.

However, Government officials say President Sarney had no choice but to take the action after the farmers went back on a deal signed last week aimed at restoring order to the market.

Former senior banker pleads guilty to fraud

BY WILLIAM HALL IN NEW YORK

A PROMINENT international banker who played a key role in renegotiating Brazil's foreign debts, yesterday pleaded guilty to bank fraud, tax evasion and making false bank statements. He faces up to 20 years in jail.

Mr Antonio Gebauer, a flamboyant personality, ran Morgan Guaranty's important Latin American operations during a key stage of the international debt crisis.

Morgan Guaranty is one of the most respected banks in the world and has influential and wealthy clients who value their privacy. The disclosure that one of its senior officers made unauthorised withdrawals from the accounts of several clients has caused the bank considerable embarrassment.

Mr Gebauer, 44, was accused of approving \$20m in unauthorised loans and causing Morgan to issue unauthorised treasurer's checks amounting to \$4.8m between February 1978 and August 1985 when he resigned as a senior vice-president of the bank.

After leaving, Mr Gebauer worked for Drexel Burnham Lambert, the fast-growing New York investment bank, where he was employed until 1985. International business. He left after news of the investigation into his activities at Morgan Guaranty was revealed in May.

He was also charged with using Morgan-headed notepaper to create 24 false statements of customers' accounts, listing more money in the accounts than they actually had. The four counts carry a maximum prison term of 20 years and fines of \$300,000.

Mr Gebauer has been released on a \$2m bail secured by personal property. He will be sentenced on December 11.

According to yesterday's New York Times, Mr Gebauer's lawyer, Mr Stanley S. Arkin, said the unauthorised withdrawals were made from dollar accounts opened at Morgan by Brazilian businessmen in apparent violation of that country's currency laws.

The New York Times says that because the Brazilian depositors were apparently spiriting money out of their country illegally, they needed a bank in which they would be a confidante and a financial adviser since they could not openly manage their dollar accounts themselves.

"Tony had a special relationship with the individuals and far greater authority in handling their money than would normally be the case," Mr Arkin said. "His position was that he had authority over these accounts."

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From the Statement by Rudolph Agnew, Chairman

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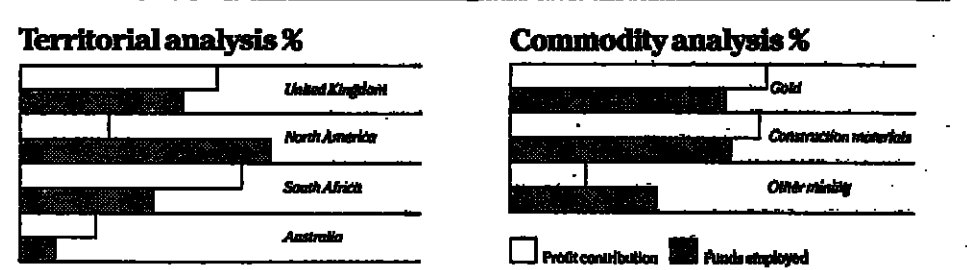
Over the last five years ARC has spent £180 million acquiring reserves and expanding production. During the same period Gold Fields Mining Corporation has discovered 4.5 million ounces of gold and should produce some 9 tons annually by 1988.

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| | 1986 | 1985 | % |
|---|-------|-------|------|
| \$ Million | | | |
| Beneficial interest in Group sales | 1,327 | 1,476 | (10) |
| Profit before interest and tax | 156 | 162 | (3) |
| Profit before tax | 111 | 115 | (3) |
| Profit attributable to shareholders | 68 | 77 | (12) |
| Pence per share | | | |
| Earnings | 35.1 | 40.7 | (14) |
| Dividends | 24.5 | 24.5 | - |
| Net assets (listed investments at market) | 385 | 673 | (43) |
| Per cent | | | |
| Return on funds employed (historic) | 15.4 | 15.1 | 2 |



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US pushes for more action on fighting drugs trade

BY DAVID GARDNER IN PUERTO VALLARTA

A HIGH-LEVEL delegation led by Mr Edwin Meesebach, the US Attorney-General, arrived in the Mexican Pacific resort of Puerto Vallarta yesterday to press for more vigorous action against drugs produced and trafficked in North and South America.

The US presence in this 12-nation summit coincides with efforts by the Reagan Administration to win Congressional support for a major new anti-drugs programme which would spend \$900m (\$35m) and \$25m a year to suppress domestic demand for illicit drugs.

The US drugs market was estimated by Meesebach to have grown to \$110m a year by the Presidential Commission on Organized Crime.

The new US emphasis on drug use, in addition to repressing production, goes some way towards meeting one of the Latin American countries' main criticisms of Washington's drugs policy, which was that it was not addressing half the problem.

The US wants its Latin American and Caribbean neighbours to take action similar to that recently adopted by Bolivia where US aircraft and personnel spearheaded what the US Drug Enforcement Agency (DEA) claimed was a successful crackdown on cocaine processing.

The Mexicans, in particular, have argued that successful eradication programmes in one region tend to divert production and distribution towards other regions, while simultaneously maximising the drugs barons' profits through causing higher street prices in the US. As long as demand in the US continues at current levels, it is argued, these profits work their way back eventually into higher production and ever more sophisticated distribution.

● Dominican Republic President Joaquin Balaguer has dismissed his Defence Minister, Rear Admiral Manuel Barja Mudd, and 30 generals in a surprise military shake-up. Reuters reports from Santo Domingo.

This follows the seizure of \$8m (325kg) of cocaine less than a week after Mr Balaguer admitted that both civil and military officials were involved in drug dealing.

Mexico's party chief replaced

BY DAVID GARDNER IN MEXICO CITY

MR Adolfo Lugo Veracruz has been replaced as president of Mexico's Institutional Revolutionary Party (PRI) - the governing party for the past six decades. The move narrows the field in the race to succeed President Miguel de la Madrid in 1988 and appears designed to ensure a smooth-run succession.

Mr Lugo is likely to be succeeded by Mr Jorge de la Vega Dominguez, a seasoned politician who has served in the last four administrations. His job will be to try to revive the appeal of a party whose credibility is at an all-time low after 57 years in power.

Mr Lugo is to be the next governor of the state of Hidalgo, north of Mexico City, which he represents in the Senate. In recent months he has been seen as one of four or five possible successors to Mr de la Madrid, though to have pressed this claim successfully he would have needed a Cabinet post, rather than a state governorship.

Since the de facto sacking of Mr Jesus Silva Herzog, the Finance Minister and presidential second-runner, in June, there appear to be three figures left in the race. These are:

● Mr Alfredo del Mazo. Moved from governing the state of Mexico to the Energy and Parastatal Industry (SENER) in April. With a background in banking and the support of the trade union bureaucracy, he is the front runner.

● Mr Manuel Barchi. Holds the key political portfolio, the Interior Ministry. For the regime's critics, Mr Barchi has presided over the most widespread and blatant instances of ballot-rigging here in decades, but from the regime's viewpoint his tenure has been remarkable for social unrest, despite Mexico's worst economic crisis for half a century.

● Mr Carlos Salinas de Gortari, the Finance Minister (Mr de la Madrid's former job), and the most influential voice in the "economic cabinet" following Mr Silva's downfall, which virtually all observers understand he and Mr Barchi helped engineer.

Whoever man Mr de la Madrid chooses to succeed him, in about a year's time, Mr de la Vega's job will be to try to ensure that the PRI can drum up a plausible show of public support for this six-yearly "renewal" of the regime (under which presidents serve a single six-year term).

OFFICERS CERTIFICATE

PURSUANT TO SECTION 407 OF THE INDENTURE DATED AS OF APRIL 1, 1986 AS AMENDED,

Between

CONTROL DATA CORPORATION AS SUCCESSOR TO CDC INTERNATIONAL FINANCE CORPORATION ("BORROWER")

and

BANK OF AMERICA NATIONAL TRUST AND SAVINGS ASSOCIATION ("TRUSTEE")

We, the undersigned officers of Control Data Corporation, the successor company under the above-captioned Indenture, on behalf of the Company, pursuant to Section 4.07 of such Indenture, do hereby certify that each holder of record on October 14, 1986 of Control Data Corporation common stock, \$20 par value, will receive on that date a dividend distribution of one preferred stock purchase right for each outstanding share of common stock.

Each right entitles a stockholder to purchase 1/100th of a share of a newly-created series of the Company's preferred stock at an exercise price of \$78.00. The rights will be exercisable only if a person or group acquires 20% or more of the outstanding voting stock of the Company, or announces a tender offer which would result in 20% or greater ownership of the Company. If the Company were to be acquired in a business combination its holder to purchase, at the exercise price of the right stock, of the acquiring company having a value equal to two times such exercise price. In addition, if a person or group acquires 25% or more of the Company's voting stock, each right now owned by the stockholder or related parties will entitle its holder to purchase, at the exercise price of the right, shares of the Company's common stock having a market value equal to twice such exercise price.

The rights will expire on October 14, 1986. The Company will be entitled to redeem the rights at \$.04 per right at any time before a 20 per cent position in the Company's voting stock has been acquired, and also under certain circumstances thereafter.

Dated as of September 30, 1986

CONTROL DATA CORPORATION
By J. J. Kaznowski, Vice President and Treasurer
By P. A. Timpane, Assistant Secretary

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WORLD TRADE NEWS

McDonnell urges \$100m for aircraft research

By Lynton McLean

McDONNELL AIRCRAFT, the military aircraft company in the McDonnell Douglas Corporation, wants the US Government to commit \$100m (\$38.4m) to research into advanced cockpit displays for future military aircraft.

The proposed new displays, as wide as a cockpit and beyond the scope of existing technology, could generate sales worth "billions of dollars," Mr Eugene Adam, the staff manager for advanced crew systems at McDonnell Aircraft said in London yesterday.

Successful development of the concept of wide-screen displays "would decimate the existing cathode ray tube industry," Mr Adam forecast.

The cockpit of future military aircraft "may have no knobs, switches and dials, as on current aircraft," the company said.

"Instead, a television-like screen may span the width of the instrument panel and could be activated by a pilot's touch, voice or nod of the helmet. Giving voice instructions and touching the screen would suffice to fly the aircraft, according to the company.

The new display panel concept, known as "Big Picture" is being developed by McDonnell Aircraft.

John Elliott looks at forthcoming visits to New Delhi of senior officials from the US and Soviet Union

India courts superpowers for technology and aid

INDIA will be developing its delicate courting of the superpowers for technological and industrial expertise and aid during the next few days with visits to New Delhi of senior government figures from the US and USSR.

Mr Casper Weinberger this weekend makes the first visit of a US Defence Secretary to India. His discussions will include the supply of defence-related technology, including engines and equipment for an Indian light combat aircraft project and advanced missile range electronics systems.

On October 20, work will begin on a package from the USSR of aid and supplies for power stations, steelworks and coal mines when Mr Konstantin Katushkev, chairman of the Soviet State Committee for External Economic Relations, visits New Delhi. He will pave the way for a state visit to India from November 25 by Mr Mikhail Gorbachev, the Soviet leader.

India has relied for many years on the USSR for construction of some of its major capital projects on specially favourable commercial terms, as well as for a wide range of defence supplies and aircraft, including MIG-29s.

In the past six years, it has bought more from West European sources and, since Mr Rajiv Gandhi became Prime Minister nearly two years ago, has turned increasingly to the

US, first for high-technology computers and now for defence items.

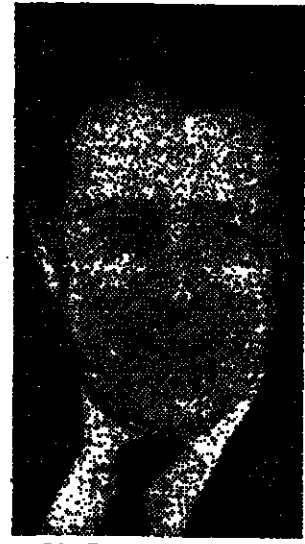
Despite continued opposition from the Pentagon which fears secrets will leak to the Soviet Union, the US has in the past year, since Mr Gandhi visited the US, offered defence-related technology sales which diplomats say would have been unthinkable in the days of the late Mrs Indira Gandhi, India's former Prime Minister.

Mr Weinberger's visit, from tomorrow till Tuesday is aimed at pushing the liaison forward and seeing how far India wants to use US technology, given its reservations about buying combat equipment—supplies of which might later be cut off for policy reasons.

The basis for the talks will be the Linström Report on possible collaborations, named after a senior US Defence Department official who prepared it at the beginning of this year.

The light combat aircraft which India is developing for the mid-1990s with possible assistance from a variety of foreign countries is a major item on which the US has already chalked up a significant success. GE of the US has received a letter of intent from India for 10 F404 engines for use on prototypes to tide the project over till India has developed its own engine.

No contract has yet been signed but GE has nevertheless stolen a march over Rolls-Royce of the UK which was offering



Mr Casper Weinberger

its turbo-union 199 engine produced with MTU of West Germany and Fiat of Italy.

Rolls-Royce is also believed to have lost an order for its Spey marine engines to be used in a new fleet of Indian Navy frigates known as project 15.

The USSR is supplying gas turbine engines for the first two of these ships after which the GE LM-2500 seems likely to be used. This is despite an offer from Rolls-Royce to cover half the cost of the order with countertrade arrangements which India is seeking on several major projects.

Rolls-Royce, which has been working in India for many years, has been advising on the light combat aircraft, including designing the air intake, and engine installation arrangements.

If GE appears to have taken over all the engine work, Rolls-Royce will have to decide whether to pull out, or whether to stay in touch with the project in case slow progress on India's own engine, code-named the GTX, results in it having to order up to 50 engines for operational aircraft early in the 1990s.

On past experience, India might be loath to place such an order with the US because of the risk of a future cut-off of supplies, as happened during the 1965 Indo-Pakistan war.

The US Government has also recently licensed Northrop to offer non-metallic composite materials and other technology from its F20 fighter. India has rejected any idea of manufacturing the complete F20.

Other US companies such as Grumman, Lear and Litton, also hope to obtain some business on the India project although India is continuing to talk to West European countries.

A contract worth about \$6m-8.7m (\$4.1m-5.8m) has also recently been signed by India with Vitro and Scientific Atlanta of the US to supply advanced missile range technology, also covered in the Lin-



Mr Rajiv Gandhi

ström Report. Development of tanks and other anti-armour equipment is also on the Linström list, probably interesting companies such as Honeywell, Allied Bendix and Westinghouse.

The US is also talking to India about selling C130 transport aircraft for weather reconnaissance work, and about offshore navy and coastguard frigates in which other countries, including the UK, Singapore and Taiwan, are also interested. It is also finalising a deal for

ITT to license production in India of 18mm and 25mm night-vision goggles.

But the prize which India has so far failed to wrest from the US is outside the defence field. It wants a Control Data Corporation Cyber-205 super computer for work on monsoons.

The US has not yet been satisfied by proposed Indian safeguards against possible use on nuclear weapons development. So sale of the computer has not been approved, even though a general Indo-US memorandum of understanding reached last year on high-technology sales has led to the clearance of more than 100 large computer systems, and a main frame development contract for CDC.

There are fewer such problems with the USSR which is expected to announce a new credit line of at least \$1.5bn (\$1.1bn) to India. Mr Gorbachev visited India on top of \$1.5bn pledged when Mr Gandhi visited Moscow 17 months ago.

Projects covered by the new credit, which are likely to figure during Mr Gorbachev's visit, include building an 840 MW thermal power station at Kahalgau in Bihar, constructing electricity transmission lines, modernising steel works at Bhilai and Bokaro, and expanding existing coal mining activities.

A lot of work has been taking place in the Indian Government this week preparing for Mr Weinberger's visit, which is rated as extremely important.

But the visit by Mr Gorbachev later will be a warmer, more friendly occasion, reflecting a type of relationship which does not exist politically between India and the US.

Foreign car sales surge in Japan

By Yoko Shibata in Tokyo

IMPORTED car sales in Japan reached 50,409 in the first nine months of this year, more than the total sold during the whole of 1985.

However, imports still account for only about 1 per cent of total Japanese new car registrations.

The importers' sales surge is attributed partly to measures taken by the Japanese authorities to simplify technical testing of low-volume cars, specifically to encourage more imports.

At the same time, importers have been taking advantage of the rise in the value of the yen to cut interest rates on car loans.

Importers' loan rates are now well below 10 per cent compared with 12 to 15 per cent a year ago.

BMW, the West German group, which pioneered low interest rates as a sales incentive after it took its own import business in 1984, offered loans with a 5 per cent rate for a short time this spring and sales of its small 3-series cars increased considerably as a result.

More recently, at the end of July, Volvo, the Swedish car maker, cut its interest rate on loans from 8.9 to 8.5 per cent and BMW countered by bringing down its rate from 9.5 to 7.8 per cent.

Saava Automobile, which imports Porsche sports cars from West Germany, lowered its rate from 9.5 to 8.3 per cent this month.

Loans offered by Japanese car dealers have been substantially reduced, from 22 per cent to 13-15 per cent, but are still relatively high. Importers suggest that some Japanese manufacturers are attempting to cover some of their losses on car sales by charging high interest rates on finance deals.

"It is wrong that car makers should try to earn money from interest rates," complained Mr Yoshi Hamao, president of BMW Japan.

Jaguar sets Canadian record

By Bernard Simen in Toronto

SALES of British-made Jaguar cars in Canada reached a record 1,455 in the first nine months of this year, 61 per cent higher than in the same period of 1985.

According to figures published by Jaguar's Canadian subsidiary, sales in September were especially strong, accounting for 14 per cent of total sales this year. The company hopes to surpass the 2,000 mark for the year as a whole, thus doubling sales since 1984.

Canada is Jaguar's fourth biggest market after the US, Britain and slightly behind West Germany. Sales in Canada have risen much faster than in the US this year, but demand for the luxury cars recovered later in Canada after the last recession.

Jaguar Canada's president, Mr John Mackie, ascribed the surge in sales to buoyant economic conditions in the key markets of Ontario and Quebec, a revamping of the company's 19 Canadian dealerships, and an aggressive promotion campaign.

He said that the rejuvenation of the British company and improved product standards have been "enormously helpful" in the past two years.

Mr Mackie expects that Jaguar's new XJ6 model, to be launched in North America next April, will contribute to further sales increases in 1987. The new XJ6, Jaguar's first new model in more than a decade, was unveiled in Britain earlier this week.

Australia aims for A\$3bn a year exports boost

By Richard Hubbard in Canberra

THE AUSTRALIAN Government is aiming to increase exports by more than A\$3bn (\$1.3bn) a year through a National Export Drive.

The drive, announced by Mr John Dawkins, Trade Minister, calls for the resources of the Australian Trade Commission (Austrade) to be turned towards assisting those domestic industries with the largest potential for developing export-oriented strategies and skills.

The Government has identified railway stock and communications equipment in the manufacturing sector and educational services as areas which, with assistance, could pick up their export performance. Austrade has been directed to approach the senior executives

of 350 targeted companies to attempt to change their outlook about exporting and export markets.

Mr Dawkins said if each of these companies increased its exports by A\$10m a year, the combined effect would be an A\$3.5bn reduction in the current-account deficit, as well as thousands of new jobs.

Other initiatives announced by the Government as part of the drive include: a series of seminars in markets, export techniques and industry strategies, an export week in December during which a variety of export-orientated activities would be generated, and the launch of the National Export Awards.

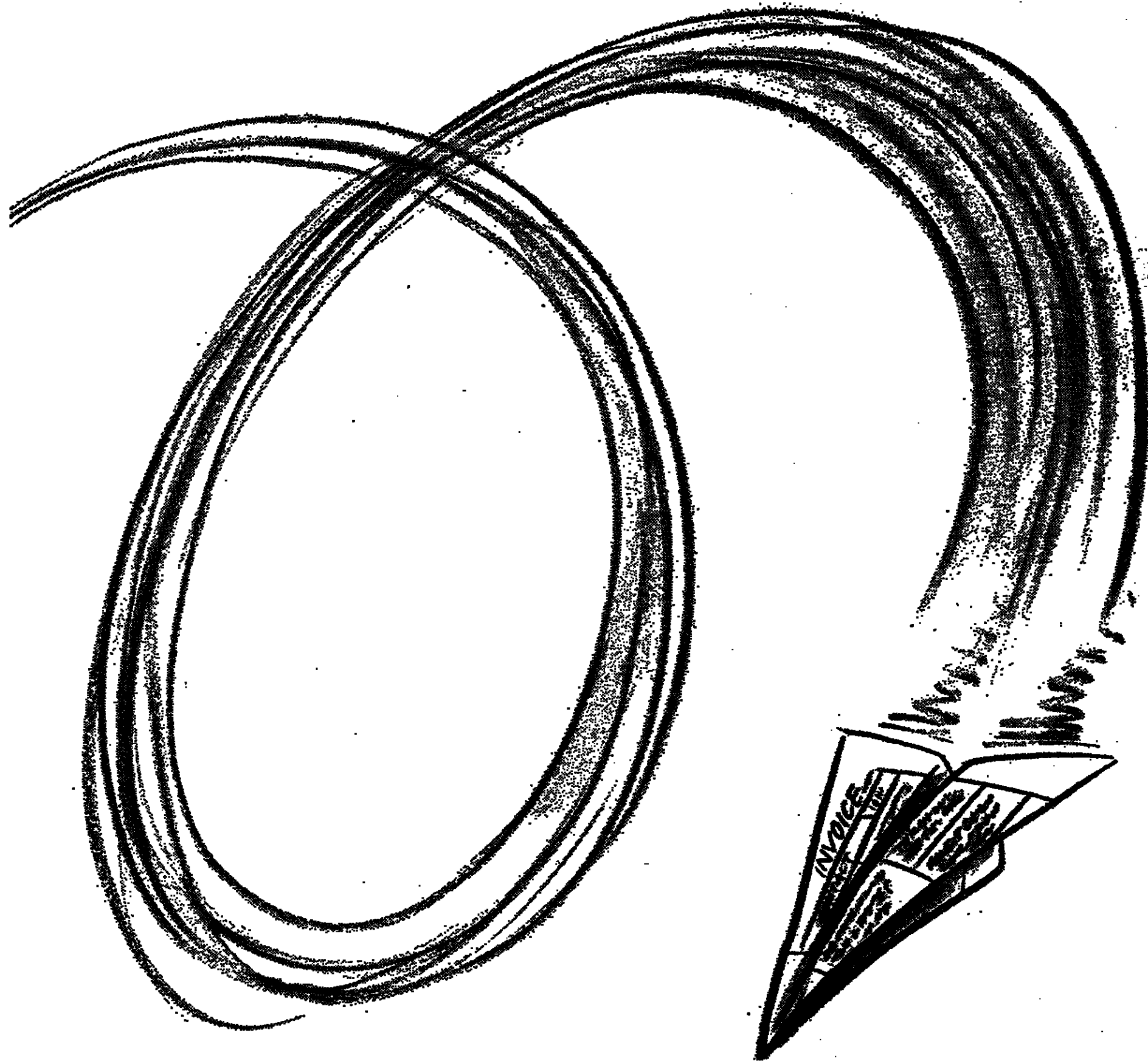
More Soviet oil for Finns

By Olli Virtanen in Helsinki

NESTLE, Finland's national oil company, will buy an additional 2m tonnes of crude oil from the Soviet Union next year. It has already agreed to buy an additional 1m tonnes this year. The oil will be traded on international markets.

Finland is anxious to buy more crude oil from the Soviet Union to alleviate the trade balance which is very much in Finland's favour. Most of the tradeable oil will originate in Algeria, while some will come from Iraq and Iran. Moscow will buy the oil and then sell it to Finns so the sale will be included in the trade protocol.

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Philippe Guerre and Laserharp.

French light way for a harp without strings

HARP PLAYING at pop concerts might seem unconventional, but the idea is about to be seen in a different light with the invention, by Mr Philippe Guerre in France, of the Laserharp. The strings and frame are replaced by a laser beam which points upwards and is moved by a deflecting mirror to give a fan-shaped scan in a vertical plane in front of the player. The beam is switched on momentarily at a series of angular positions as it moves across the "fan," so that in effect a series of separate beams or "strings" is created.

Hitachi disc system addresses efficiency at UK Post Office

CD-ROM (compact disc—read only memory) systems from Japanese company Hitachi are being used by the UK Post Office to store 23.5m addresses so that any one can be found from key-in "partial" information in as little as two seconds—up to 20 times faster than with conventional paper methods.

CD-ROM stores over 500 megabytes (500m characters) of data in digital form as "partial" information in a single 4.75 in disc, which can therefore store all 23.5m addresses. A computer-based search system looks for the complete name and address of a company for example, if only one or two words in the name or address are known. The complete entry is then displayed on a workstation screen.

The Post Office plans to sell the CD-ROM address disc for about £2,500. A Hitachi CD-ROM disc drive unit (£245), used with an interface to most kinds of micro or mini computer, will allow users to have the UK's only complete mailing list at a relatively low cost. The special data retrieval software has been written by Silver-Platter Information of Chiswick, London. More from the Post Office in London on 01-245 7951.

THE RETAILING electronics marketplace in the UK should soon feel the impact of a marketing agreement between US-based company Texas Instruments (UK) and Omron Terminals (UK), part of the Japanese electronic point-of-sale system company.

Either company will now be able to offer complete systems, the larger "back-room" computer element coming from Texas Instruments while the point-of-sale terminals will be provided by Omron. Under the agreement, the retailer will be offered a complete solution—hardware, software, service and support—from a single source.

WORTH WATCHING Edited by Geoff Charlish



Waste heat from a biofuel-fed power station at Abruzzo, in Italy, will be utilised by a large complex of greenhouses. Similar use is made of excess hot water from the UK's Drax power station (above).

European energy policy: The case for biofuels

SOME \$14.3bn of the EEC's energy needs could come from inexhaustible biofuel sources by the end of the century. The European Commission believes that by then the conversion of purpose-grown crops and organic waste into biomass fuels will produce 100m tonnes of oil equivalent—capable of meeting 7 per cent of the Community's energy requirements.

On top of the \$20m the Commission is spending on research and development in this area between 1985 and 1988, a \$27m plant in Italy for the conversion of crops and waste into energy is scheduled to come fully on stream by 1990. A contract to develop this project has been won by a consortium consisting of Britain's Kinetics Technology International and Heating Technology Systems and Italy's Italenergie.

The EEC's drive to exploit this under-used resource is being headed by DG XII, the Community's directorate general for energy research and development. DG XII believes the development of biomass fuels is vital if the Community is to reduce its dependence on fossil fuels like oil, gas and coal, a large proportion of which is imported by the 12 member states.

As a result DG XII is setting in motion other Commission DG's to bring Europe's first large-scale, fully-integrated bio-energy scheme into being. Located in the Abruzzo region of Italy in the area around Rome, the scheme aims to exploit more than 400,000 tonnes of biomass a year to produce liquid fuel for use as a petrol additive and to fuel a local power station. In addition, the scheme includes plans to generate hydro-electricity from small hydro stations and to raise the amount of energy available to local agro-industries.

The project is expected to provide 2,000 extra jobs in the region. This large European Bio-Energy project (LEBEN) will be technically supervised by DG XII, by the Italian authority responsible for development of a 27 megawatt power station in the area and, by utilising the waste heat in a large plant propagation greenhouse complex and associated agro-industry complex, the programme planners expect the power plant's efficiency to increase substantially.

\$14.3bn of the Community's power needs could come from the conversion of crops and organic waste by the end of the century, reports Mark Newham.

LEBEN is divided into four main areas: bio-energy activities; hydro electric activities; agro-industrial activities; and associated activities. The first, bio-energy, concentrates on the production, harvesting, transportation, conversion and use of the biomass material. In the first 20 years of the project about 200,000 tonnes a year of organic wastes and purpose-grown energy crops will be collected from 78,000 hectares of forest and 20,000 hectares of marginal land designated for energy cropping. This will be converted to biofuels by 30 to 40 Italenergie-designed conversion units spread around the region.

After 20 years, the quantity of biomass processed each year is scheduled to rise to 550,000 tonnes. In addition, the eventual planting of 90,000 hectares of sweet sorghum is envisaged. This would provide 2m tonnes of the crop each year for conversion into ethanol. While the biofuel from organic wastes and energy crops is intended mainly as a substitute for fossil fuels used in a small local power station, the ethanol will be used as an octane booster in Italy's national programme to introduce unleaded petrol. Biofuels produced will feed a 27 megawatt power station in

southern Italy and by the Abruzzo regional authorities. Finance will be provided by the regional authorities, by Italy's national authorities and by the EEC's regional development fund, its social fund and its agriculture and forestry Directorate general.

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The Commission's studies showed that the Abruzzo region will require substantially more electrical power by 1990 if its agro-industries are to develop further. Therefore, besides the improvement of the efficiency of the local centralised power plant, the project makes provision for the introduction of 12 small hydro power stations.

The power supply increase will help the local agro-industrial base to expand and, to this end, the scheme intends to investigate the establishment of several new industries in the region processing a wider range of agricultural products. Such a scheme, say DG XII officials, is of vital strategic importance for demonstrating the technical and socio-economic viability of large bio-energy programmes in the European Community and beyond. Developing countries, in particular, should benefit enormously from the experience gained at Abruzzo.

This scheme, the officials add, could become the test bench for many similar schemes in the foreseeable future. Ten more Abruzzo-sized programmes could be started in Italy, 100 more could come into operation throughout Europe and several thousand may be established throughout the developing world.

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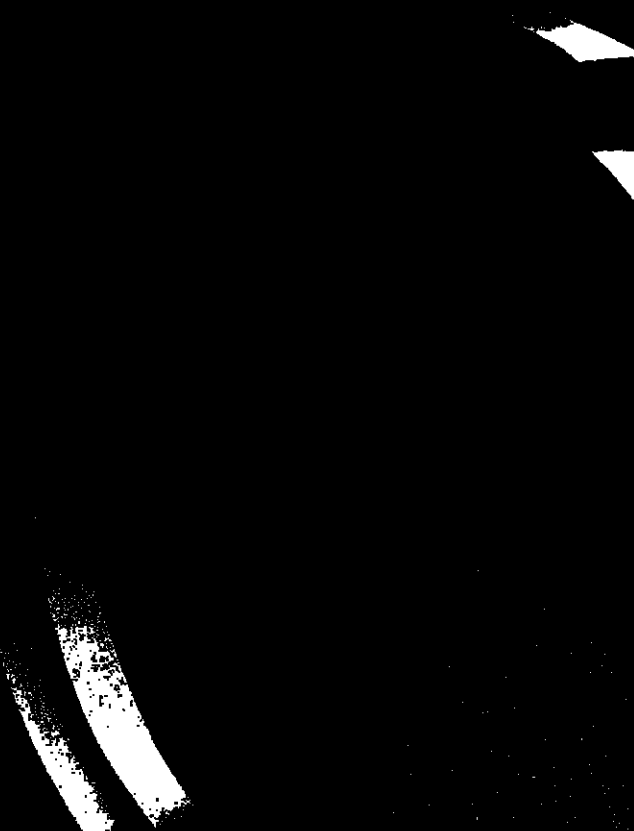
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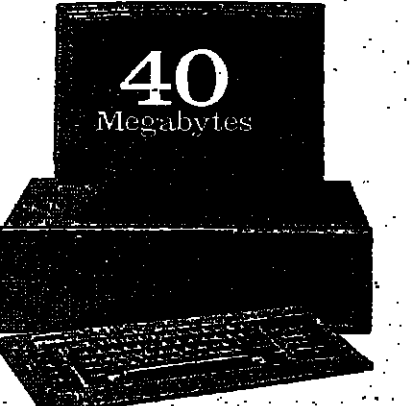
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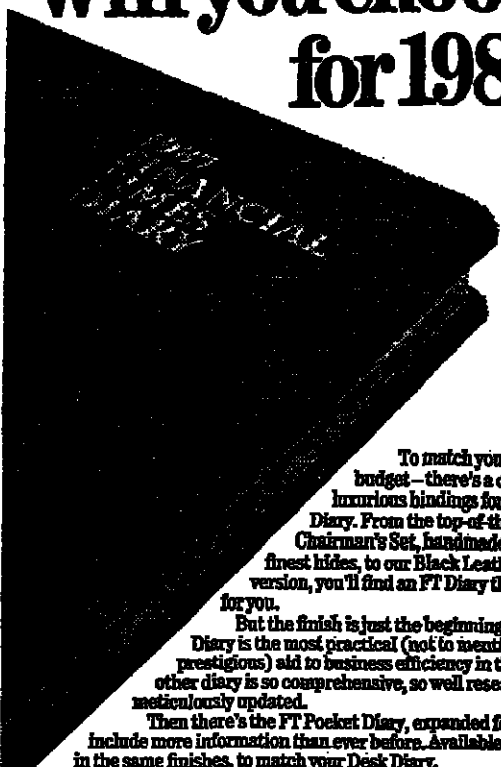
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A barn at Ladook, Cornwall: before and after conversion and, centre, the high-tech work inside.

SIX YEARS ago Richard Devereux decided to turn the range of poultry houses and a beef unit on his farm outside Cheltenham into a business centre. He sought help over the planning application from the Council for Small Industries in Rural Areas, CoSIRA, but it was not until 18 months later that his scheme was given the go-ahead.

Mr Devereux's proposal went before the committee on no fewer than nine occasions and would not have succeeded without CoSIRA's help. Now that he has succeeded, the Knightsbridge Business Centre has been turned into 20 small workshops, all occupied, and there is a steady stream of others seeking entry.

Mr Martin Wright also called on CoSIRA when he was setting up Wright Machine Tool. He had been made redundant by Alfred Herbert, once the flagship of the British machine tool industry and had looked at a lot of sites.

"Finally, I settled on one in the village of Aley in the West Midlands, near to both Coventry and Birmingham. Everything seemed right but I needed help with a number of small problems.

"CoSIRA was marvellous. Nothing was too much trouble. Today, Mr Wright employs 18 in a 3,000 sq ft factory in the former pit village, a welcome if small injection of economic activity in the area.

Robert Parry had a different problem—growth. He had set up Uplex in Oswestry in 1977 to produce electronic instruments. It took him seven years to build up to a staff of 12, when he needed to move into a factory. CoSIRA came to his aid with two small units totalling 3,000 sq ft.

Then he took off and it was CoSIRA that suggested he get the bigger space needed by moving into Oaksett Hill, a country house in its own grounds. CoSIRA showed him how to apply for a redundant buildings grant and is now working on a problem the company has with its electricity supply.

"The help has been invaluable," he says. "In particular, we have been offered a £80,000 loan at a preferential interest

English Development Commission

Going to the country...

by Anthony Moreton

Without that we could not have moved into the hall," a point he made sure was appreciated by Mr John Biffen when the Leader of the House of Commons opened the building earlier this month.

These three cases have one thread in common: the way in which CoSIRA exists both to help small businesses and to help develop the countryside economically and socially.

CoSIRA is the main operating arm of the Development Commission, set up in 1969 by Lloyd George as a development agency for rural England.

"Bringing about balanced development in the countryside is not just about encouraging farmers," says Lord Vinson, chairman of the Development Commission. "We must be thinking about how to keep people in the rural areas and make their life worthwhile."

"We exist to ensure that the countryside is properly developed, socially and economically."

This is particularly pertinent now because the countryside is facing an acute crisis. "For the first time in history we have a surplus of food. Something has to be done about that surplus and the question of what has only been avoided this year because the good British cereal harvest has not been matched elsewhere in Europe.

"If there is a bumper crop throughout Europe next year then it is inevitable that quotas will be cut and some land, some farms, will have to switch to something else. Whatever happens, change is in the air

and it could be disturbing change."

The crisis has already shown itself in falling land values, growing uncertainty and increasing unemployment. A farming industry that was 1m strong 40 years ago is now down to around 120,000. In 1984 the community shed 8,000 jobs; last year the figure had risen to 11,000.

While the Development Commission exists to help shore up the economy of the countryside, it does not directly provide services or factories. Its aid is concentrated on drawing the attention of those who provide services to the problems and suggesting solutions.

Provision of bus services is one example. The Commission does not fund routes. It does, however, have a fund to encourage innovative transport projects and has backed the introduction of community minibuses in the Cotswolds and Suffolk.

In the jobs field its strategy until recently placed particular attention on building small factories in country towns. That helped unemployment in those places but, ironically, exacerbated the drain off the land and intensified the urbanisation of the countryside, the very problem it was trying to solve.

There is still a role for small advance factory units, but the emphasis is now on the smaller ones, especially those between 500 sq ft and 1,000 sq ft (not much larger than a family garage). "I am a micro man," Lord Vinson admits. "This is what really matters."

Lord Vinson is also a Thatcher man. As fifth son of a farmer he did not, following the British principle of primogeniture, inherit land.

Instead, in 1962, on the completion of National Service with the army, he set up a plastics factory in Kent which grew into a market leader in coatings. By 1971 at the age of 40, he had sold it to the Imperial Group, a move that enabled him to go back into farming in Northumberland.

In the mid-1970s he came to the attention of Mrs Thatcher, then leader of the Opposition, and was asked by Sir Keith Joseph to found the Centre for Policy Studies, the right-wing group that became Mrs Thatcher's own think tank in opposition to Central Office.

Not all of Lord Vinson's ideas are necessarily identified with the Prime Minister or right-wing Conservatism. Indeed, the Labour Party seems to approve of the Commission's general approach since it has proposed enlarging its role. The greening of the Labour Party as well as of the countryside has been to his advantage.

He is careful not to criticise the Government even where, as in taxation policy, he is not completely in sympathy with its approach. Nor will he be drawn on financing, which has been tight in recent years. The present budget of £27m, of which over £1m is recycled income out of factory lettings, is little larger in real terms than the £18m allocated seven years ago.

A sudden infusion of money would not necessarily help, he states. Throwing money at a problem solves little. But the amount available for the countryside is pitiful put against that spent on the industrial areas which once reached over £700m and is even now running at over £200m.

Even so, the Commission is creating 5,000 jobs a year, not as many as are being lost but a useful total.

"What we need," Lord Vinson says, "is good neighbour jobs. A century ago the countryside was a hive of different activities. We need to get activity, perhaps different from then but activity nevertheless, back into the countryside."

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BUSINESS LAW

Out of court, in pocket

BY DERRICK OWLES

LAW REFORM is universally said to be a good thing. We do not much like the society we have created: common wisdom holds that its defects are clearly the consequences of inadequate law, and if we improve the law, we therefore improve society.

Such goes the reasoning that has spawned innumerable studies and reports, all based on the belief that to change is to improve. Strangely enough, most changes in the law have been improvements. The law today is better than the law 50 years ago. But current pressures for change may not lead to a better world, and US legislators have, it seems, been stampeded into changes that may not be all that wise.

The basic cause of this legislative activity is the so-called insurance crisis. Business cannot, or so it is said, exist without insurance, and insurance appears to be either too costly or not available at all. Why? Because the law allows extravagant and unreasonable rewards of damages and makes the path to the courtroom far too attractive.

It is easy to haul fellow-citizens into a courtroom, and to everyone except lawyers a courtroom is at best an anteroom to hell.

So what has happened? The US Congress has for a decade or so been talking about a federal product liability law to replace the present chaos of conflicting state laws. Product liability is not the only cause of our troubles, and there is much more being said today about "liability" law which also covers all the various forms of negligence. However, such activity as there is has been centred so far on product liability. So it is convenient to look at the problem in product liability terms.

While Congress has been talking about federal product liability law, special interest groups have been hard at work lobbying state legislatures. The result has been a crop of

"reform" statutes, which, if they do nothing else, seem to increase the existing chaos. Choice of forum is going to become even more important. A study of these statutes shows the issues that worry people and that different states have different policies.

We must not applaud the solutions, but our attention is drawn to the problems.

For example, there is the Alaska legislation which came into force on June 11. It limits non-economic damages for negligence, causing personal injury to \$500,000 for each claim, but that limit excludes damages for disfigurement or severe physical impairment. Punitive damages in tort or contract may be awarded only when supported by "clear and convincing evidence" (but the legislation does not say, evidence of what).

The jury must itemise its award under five headings of loss: past economic; past non-economic; future economic; future non-economic; and punitive damages. Damages are to be apportioned between the parties when contributory fault is proved. If an award is made against more than one defendant, the jury is to answer special interrogatories, indicating:

• The amount each claimant would have been entitled to recover if contributory fault were disregarded;

• The percentage of total fault to be attributed to each party and any person who has been released from liability by a settlement agreement.

Parties are to be jointly and severally liable, but a party who is allocated less than 50 per cent of the total fault may not be jointly liable for more than twice his percentage of fault.

A summary of the act is enough to show that it raises as many questions as it answers. It also points to those aspects of current law which cause most concern. The first cause for concern is the amount of damages awarded in many cases. The limit of \$500,000 applies only to negligence and excludes disfigurement

and severe injury. It does not apply to strict liability claims but many damage awards are based on strict liability.

It is clear from the legislation of other states that at the top of the list of unwanted features of liability law is the level of damaging awards. Maryland, for example, has imposed a limit of \$350,000 for non-economic loss damages. Iowa has no limit, but attempts to restrict awards by emphasising that punitive damages depend on proof of "willful and wanton disregard for the rights and safety of others." New Hampshire has a limit of \$975,000.

New Hampshire passed a general product liability act in 1976, but that act was declared unconstitutional by the state supreme court, mainly because of the provision in the act that banned claims after 12 years had elapsed since the product left the manufacturer's hands. Other states have enacted statutes of repose, barring actions after varying numbers of years. Only in a few cases have these statutes been declared unconstitutional. The present state reform statutes have, therefore, followed product liability statutes which attempted with varying degrees of success to restrict some of the excesses of the courts.

All this state legislation results from a feeling that the courts have interpreted the law too much in favour of plaintiffs.

Another issue causing concern is the liability of joint tortfeasors. Each participant in a tort is liable for the whole of the damages, no matter how small his share of the fault may be. The result is that a successful plaintiff could recover all his damages from a wealthy defendant whose contribution to the harm was minimal. The real cause of harm would escape. Some reforming legislation therefore is similar to that in Alaska and provides that a joint tortfeasor is to be liable only when his share of the fault is, at least 50 per cent, and a joint tort-

feasor who is liable, is not to pay more than twice his proportionate share of the fault.

In Florida the reforms go further. Joint and several liability are abolished altogether. New Hampshire, however, has provided that the court shall determine each defendant's share of the damages, and leaves the principle of joint liability in force. In Iowa, joint liability is not to apply to a defendant who is found to bear less than 50 per cent of the fault.

Even a casual look at these uncoordinated reform acts brings home to us the diversity of liability law among the states. The need for federal legislation is pressing, and Congress realises that it ought to do something.

Both House and Senate have produced similar product liability bills that are supported by the Government. They would deal with punitive damages by requiring a separate hearing on the issue. They would limit non-economic damages to \$100,000, which is the lowest figure proposed in any of the reform legislation. There is an alternative bill, supported by Sen Danforth, chairman of the Senate Commerce Committee which would provide a limit of \$250,000 and would also restrict punitive damages to twice the compensatory damages.

The government-supported proposals on joint and several liability are that only defendants who acted in concert would be jointly liable.

Congress has hardly time in this session for legislation, but the chances are that next year a federal product liability act will be passed. The chances are not so good that the act will improve the law. The key to improvement is to be found in Sen Danforth's proposals, which include incentives for out-of-court settlements. The more people can be persuaded to stay away from the courtroom the better society will function.

The author is senior fellow of Greenham College, an affiliate of the City University, London.

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UK NEWS

Soft loan shortage 'threatens Indonesian orders'

BRITISH manufacturers of marine equipment face exclusion from a \$300m Indonesian ship replacement programme because of a shortage of soft loan finance, it was claimed yesterday, writes Kevin Brown.

The British Marine Equipment Council said the Government was unwilling to advance sufficient financing to allow companies to compete on equal terms with Japanese, West German and Dutch competitors.

Mr Peter Hammersley, director of the BMEC, said British shipbuilders had agreed design concepts with the Indonesian Ministry of Research and Technology for 20 of the 80 coastal freighters expected to be built.

The contract would be worth around \$8m to the Maritime Design Consultancy of BS. Orders for navigating, cargo and propulsion equipment could be worth a further \$20m to other British suppliers.

Mr Giles Shaw, the Trade Minister, is understood to have agreed to meet the BMEC to discuss the possibility of special assistance for the project.

The Overseas Development Administration said yesterday, however, that the ship replacement programme did not figure in a list of priority projects agreed with Indonesia for soft loan finance worth £140m over the next three years.

CITY OF LONDON should expect a fierce reaction from the regulatory authorities if the competition unleashed by the Big Bang reforms leads to frauds and insolvencies, said Sir Kit McMahon, group chief executive of Midland Bank and former deputy governor of the Bank of England.

IRELAND has rejected applications for higher air fares on the route between Dublin and London, but approved price cuts on some provincial routes in the UK.

BARCLAYS BANK has decided to offer mortgages to people who want to buy a second house in the UK. To qualify for the mortgage, people will have to live in their second house occasionally and will be able to let it only for holidays.

Trade chief quits after clash on outsiders' posts

BY CHRISTIAN TYLER, TRADE EDITOR

DISAGREEMENT ABOUT the employment of outsiders to help run the Government's financially troubled Export Credits Guarantee Department (ECGD) lies behind the decision of Mr Jack Gill, head of the ECGD, to seek early retirement at the age of 58.

The Government is advertising for a new chief executive from the private sector as a result of what is seen as Mr Gill's reluctance to accept a shake-up of his senior management.

Reports of a clash with Mr Norman Tebbit, former Trade and Industry Secretary, and now chairman of the Conservative Party, are being denied. But his department's decision last year to recruit three of the five ECGD under-secretaries from the private sector is understood to be one of the main reasons for Mr Gill's wish to go.

Since that decision, only one outsider has been taken on, Mr Geoffrey Codd, who will head the ECGD's planning and information technology group.

The Government rejected the recommendation of an ECGD internal management review headed by Mr Fred Chapman, chief finance officer, that an executive board of partners from outside should be created.

Instead, Mr Paul Channon, then Trade Minister, called for the appointment of full-time outsiders at under-secretary level as a better way of achieving a "substantial programme of change."

One ECGD official yesterday described Mr Gill's decision as "a bombshell." He and others said his departure looked like a trade-off: a new ECGD head from the private sector to compensate for lack of progress on "privatisation" at the level below.

However, there are doubts about whether the Government will be able to get a man of the required quality on the terms it is offering. Mr Gill, who stays at least until a successor is found, is said to be ready to continue in office if the search fails.

One banker said yesterday the Government's advertisement was "totally unappealing" for any well-paid career man because it offered neither permanence nor a high salary. The advertisement said, however, that more than the civil service salary range of £41,500 to £43,500 might be paid.

Meanwhile, some ECGD managers have been approaching friends in the City of London to ask if they are applying for the job. The name most widely canvassed is that of the well-regarded Mr Malcolm Stephens, presently head of Barclays Bank export finance division and himself a former ECGD man. Mr Stephens is on holiday and could not be contacted yesterday.

Pretoria crackdown condemned

By Ivor Owen

SIR GEOFFREY HOWE, the Foreign Secretary, condemned the decision by the Pretoria government to restrict the operations of the United Democratic Front - South Africa's biggest anti-apartheid group.

Replying to a debate marked by clear expressions from the floor of support for the Botha regime and fierce criticism of those Commonwealth countries who have attacked Britain's failure to impose comprehensive sanctions against it, he insisted that the action against the UDF "must certainly be seen as a step in the wrong direction."

The Foreign Secretary, whose forceful speech received a well-merited standing ovation, reaffirmed the Government's abhorrence of apartheid and, while welcoming the reforms so far introduced, called on the ministers in Pretoria to recognise that it was political power which must be shared.

He emphasised: "They must find the courage to accept real change." At the same time, Sir Geoffrey maintained that it was naive to contend that imposing a total ban on all trade with South Africa could trigger the downfall of the Pretoria Government.

Sir Geoffrey vigorously attacked Mr Neil Kinnock, the Labour leader, and Mr Denis Healey, Labour's foreign spokesman, for their acceptance of a non-nuclear defence policy which would undermine the Nato alliance.

But the ECGD head is known to feel that the Government's demands would destabilise the running of the department at a critical time. The ECGD has a cash deficit of over £300m, and expects to be borrowing as much as £20m from the Exchequer by 1990 because of the inability of British customers to pay their trade debts on time.

Mr Gill has said he is leaving to take advantage of a civil service scheme under which full pension is paid after 40 years service. He has spent most of his career in the ECGD or the Trade and Industry Department, where he was formerly secretary of the Monopolies Commission.

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Government to assist long-term unemployed

BY PETER RIDDELL, POLITICAL EDITOR

A SERIES of Government initiatives to help the young and long-term unemployed back into employment were yesterday outlined by Lord Young, the Employment Secretary, at the Conservative Party conference in Bournemouth.

The moves involve testing the feasibility of offering all under 25-year-olds unemployed for six months the possibility of providing a job or a range of training opportunities.

This could involve the offer of a job, a place in a Jobclub, help to set up a small business through the enterprise allowance scheme or a place on the new job training scheme.

Lord Young said the Government would be saying: "Whatever your skills or experience, we have something to offer you that will improve your chances of finding a permanent job."

The main theme of his low-key speech, for which he received a standing ovation, was that Britain was already doing more than any other country to help the unemployed to develop skills and with special measures, but was prepared to do more.

In detail, he announced: A new job-training scheme to provide six months of training and work experience, leading to a recognised vocational qualification for those who cannot find a job or a direct comment on the view of Mr John Duffy, a company director from mid-Sussex, that "high interest rates can be as damaging as high inflation."

In a speech which received a standing ovation, Mr Lawson reaffirmed that it remained the Government's "long-term aim" to get the standard rate of income tax down to 25 per cent - through further cuts made "when it is prudent to do so."

He envisaged a third Conservative election victory resulting in the Government agreeing to aim to "eliminate inflation altogether" in the next parliament.

The Chancellor also looked forward to the next parliament seeing "most" of the remaining state-owned sector of industry being privatised and the doubling of the number of people directly owning shares in British industry.

To loud applause, Mr Lawson promised that the Government would never take risks with inflation. There would be no "spending spree," borrowing would be kept firmly under control, and it would be the aim to reduce the burden of taxation "for all the people."

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Conservative Party in Bournemouth

BY PETER RIDDELL, POLITICAL EDITOR

A SERIES of Government initiatives to help the young and long-term unemployed back into employment were yesterday outlined by Lord Young, the Employment Secretary, at the Conservative Party conference in Bournemouth.

The moves involve testing the feasibility of offering all under 25-year-olds unemployed for six months the possibility of providing a job or a range of training opportunities.

This could involve the offer of a job, a place in a Jobclub, help to set up a small business through the enterprise allowance scheme or a place on the new job training scheme.

Lord Young said the Government would be saying: "Whatever your skills or experience, we have something to offer you that will improve your chances of finding a permanent job."

The main theme of his low-key speech, for which he received a standing ovation, was that Britain was already doing more than any other country to help the unemployed to develop skills and with special measures, but was prepared to do more.

In detail, he announced: A new job-training scheme to provide six months of training and work experience, leading to a recognised vocational qualification for those who cannot find a job or a direct comment on the view of Mr John Duffy, a company director from mid-Sussex, that "high interest rates can be as damaging as high inflation."

In a speech which received a standing ovation, Mr Lawson reaffirmed that it remained the Government's "long-term aim" to get the standard rate of income tax down to 25 per cent - through further cuts made "when it is prudent to do so."

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Call for caring capitalism

By Michael Cassell

MR Michael Heseltine, the former Defence Secretary, yesterday threw his full weight behind the Government's bid for a third term, but forcefully restated his case for "caring capitalism" and called for an imaginative and generous effort to tackle the hopelessness of unemployment.

Talking to a packed meeting of enthusiastic supporters organised by the Bow Group, Mr Heseltine launched a full-scale attack on Labour policies and spelled out the basis of a new industrial charter for reversing Britain's decline.

In a clear message to his former ministerial colleagues, he said that the Government had begun the process of converting a property-owning democracy into a capital-owning democracy. But, as power shifted to the private sector, there was a responsibility to encourage "those qualities of care and concern without which popular democratic consent for the process itself will be withheld."

Mr Heseltine resigned earlier this year after he clashed with the Prime Minister over the future of the Westland helicopter company. He criticised the growing gulf in prosperity between the north and south of the country and called for a fresh offensive to reverse inner-city decay. A period of partnership between shareholders, managers and workers and between industry and government, was urgently needed

For the Liberals, Baroness Sear said the training element of the schemes was important. "If all we are doing is making unskilled people slightly less unskilled they will go back into unemployment."

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NatWest focuses on mid-corporate market

BY DAVID LASCELLES, BANKING CORRESPONDENT

NATIONAL Westminster Bank (NatWest), the UK's largest retail bank, is re-organising itself for a determined attack on the middle-sized company market - which it defines as companies with an annual turnover of between £1m and £100m.

Mr Alan Jones, the newly appointed director of commercial banking services, said yesterday that the bank would be setting up 100 corporate business centres over the next three years staffed with specialists able to look after banking relationships with companies in their areas.

The aim is to have account executives who will be able to diagnose a company's needs and supply suitable services from the range of offered by the NatWest group, which includes export finance, leasing, investment banking, insurance and international banking as well as conventional business loans.

The centres will have "hefty" lending discretion, Mr Jones said. He declined to say how large this would be but indicated it would be in the millions rather than the tens of millions of pounds. The level would cater for 80 per cent of each centre's loan needs, he said. Larger loans would have to be authorised only one stage away.

Each centre will also have funds to finance start-up and fledgling businesses that show promise, taking NatWest into the higher-risk end of the market.

Mr Jones said NatWest believed it already had the largest share of the mid-corporate market, which consists of about 65,000 companies.

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British companies set record for US bids

BY NIKKI TAIT

BRITISH companies have spent a record \$8.5bn on transatlantic bids so far this year - and the pace is still quickening, with \$4.5bn worth of deals in the last two months alone.

According to a study by stockbrokers Hoare Govett, the amount spent on buying US companies in the first three-quarters of 1986 is more than two-and-a-half times as great as the \$3.5bn spent throughout 1985.

The largest single acquisition was Hanes Textile's \$600m bid for SCM, but the Prudential-JNL Allied-Lyn-Biram Walker, Boots-Flint and BP-Animal Feeds deals also topped the \$500m marks. The 20 largest deals cost over \$7.5bn.

The brokers suggest that this activity has meant a considerable drain on the UK equity market. Over one-third of the money spent - \$3bn - was raised directly from rights issues, vendor placings or vendor rights issues.

That compares with a total of \$9.5bn raised from the London stock market in the first nine months of the year - a 29% advance on the same period in 1985, and almost twice the figure for 1984.

Moreover, the brokers point out that this strain on investors' purses has coincided with onset of pension fund holidays. This, they estimate, could dent institutional cash flow to the tune of £1bn for "some years ahead."

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Lawson reaffirms aim to cut income tax

BY IVOR OWEN

MR NIGEL LAWSON, Chancellor of the Exchequer, made no mention of sterling's recent troubles when he addressed the Conservative conference yesterday.

His sole reference to the fact that the financial markets "have been nervous" came when he again claimed that the cause was the fear that the Labour Party's proposal might lead to a return to "the rump's progress of the 1970s."

He envisaged a third Conservative election victory resulting in the Government agreeing to aim to "eliminate inflation altogether" in the next parliament.

The Chancellor also looked forward to the next parliament seeing "most" of the remaining state-owned sector of industry being privatised and the doubling of the number of people directly owning shares in British industry.

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Glen Dimplex pays \$120m for US kitchen appliance maker

BY CHRISTOPHER PARKES, CONSUMER INDUSTRIES EDITOR

GLEN DIMPLEX, Britain's largest domestic heating and small appliances company is to pay \$120m for Hamilton Beach, one of the best-known kitchen appliance makers in the US.

The deal will: Increase the workforce from 2,800 to over 4,000; Broaden the group's engineering range from its present base in heating to include motor-driven appliances such as food processors, and; Launch the privately owned company firmly into the biggest appliance market in the business with two factories in N. Carolina and access to 50,000 retail outlets.

It also represents a further important change in the structure of the world market in domestic appliances, which has been in agreement to buy Hamilton from Scovill Manu-

facturing, a subsidiary of First City Industries of Vancouver. Mr Lochlan Quinn, deputy chairman of the 12-year-old Glen Dimplex group, said the purchase was being financed largely in the US.

Glen has put up \$15m and Morgan Stanley will raise \$80m through a private debt security placement in the form of subordinated debentures. A group of banks led by NatWest USA is to contribute most of the balance and has also agreed to provide a \$50m working capital facility.

Mr Quinn said Glen had won control of Hamilton after an "auction" which had involved at least two US appliance makers and one US venture capital fund. Negotiations began at the end of August.

Hamilton Beach is a subsidiary of the troubled Allgeheys International group, which recently sold its European small appliances interests in Rowenta of West Germany to Chicago Pacific, now owner of Hoover.

Mr Quinn stressed Hamilton Beach's consistent record. He said it had produced profits of between \$12m and \$15m a year for the past decade - equivalent to a 10 per cent return on sales before tax and interest.

Sales this year are expected to total \$185m, and the company claims to be market leader in six categories, including blenders and food processors.

Advertisement for Banque Indosuez. Features the headline 'The great trade route.' and text: 'Europe, Asia, two vast markets. A great trading tradition. From telephone systems in Stockholm all the way to shipbuilding in Shanghai, there's a billion opportunities. Banque Indosuez is in every country in Western Europe - we're the only French bank in the four Nordic countries - and we're in 22 countries throughout Asia and the Pacific. Ready to combine forces with you on the great trade route. Banque Indosuez, present in 65 countries, opens up a whole world of opportunities.' Includes logos for Stockholm (telephone systems) and Shanghai (shipbuilding) and the Banque Indosuez logo with address: Head office: 96 boulevard Haussmann, 75008 Paris.

UK NEWS

Scottish paper prints banned Saudi article

BY RAYMOND HUGHES AND ROGER MATTHEWS

THE FOREIGN Office was twice in contact with the Saudi Arabian embassy in London yesterday after publication in the Scottish morning newspaper, the Glasgow Herald, of extracts from the valedictory despatch of Sir James Craig, British ambassador to Saudi Arabia until 1984.

The New Statesman, the left-wing political weekly, was banned from publishing the despatch by the High Court in London, on Wednesday after an application from the Treasury solicitor arguing that its disclosure could seriously damage diplomatic and commercial relations between the two countries.

A Foreign Office spokesman described the two telephone conversations with Saudi officials as "brief and relaxed". He said they were "wholly undramatic" in nature.

There has not been any contact between Mr Stephen Egerton, Britain's ambassador in Riyadh, and the Saudi Government on the Craig issue.

Newspaper reports that the incident would lead to the cancellation of the visit to Saudi Arabia next month by the Prince and Princess of Wales were described by a Whitehall official as "the product of a feeble Bournemouth imagination."

Mr Tam Dalyell, the Labour MP, yesterday demanded that Britain should immediately apologise to Saudi Arabia and warned of serious job losses if relations deteriorated.

The Government failed narrowly in the early hours of yesterday to prevent the Glasgow Herald publishing extracts from the former ambassador's final despatch.

A Scottish High Court order, obtained by the Lord Advocate, the se-

nior Scottish law officer at 4.10 am, was served on the Glasgow Herald's publishers too late. The newspaper was by then off the presses.

Acting on legal advice, the Glasgow Herald did not carry the despatch in its first edition, which circulates in England. The text appeared only in the second and third editions.

The Scotsman newspaper, published in Edinburgh, paraphrased extracts from Sir James' despatch, with some direct quotes from it, on its front page. No court order had been sought against it.

Mr Chris Blair, the Scotsman's editor, said that, after satisfying himself about the authenticity of extracts of the despatch obtained by the Scotsman, he had taken legal advice on the basis of which he decided to publish.

The Glasgow Herald order was granted by Lord Davidson, a judge of the Court of Session in Edinburgh, against George Outram & Co, publishers of the Herald.

The judge granted an interim interdict (a temporary injunction) on an application by the Lord Advocate, acting on behalf of the Foreign Secretary and instructed by the Treasury Solicitor, head of Whitehall's legal department.

The order restrained publication or distribution within Scotland of any newspaper containing copies, extracts from or resumés or paraphrases of Sir James' despatch.

George Outram and Co, said that when it heard of the injunction, at about 5.30 am, printing of the Herald had been completed. Every effort had been made to comply with the order and no further copies had been issued.

Political weekly seeks backing

By Raymond Snoddy

THE New Statesman, the left-wing political weekly, has decided to try to broaden its equity base and raise about £500,000 for future development.

The magazine plans to approach a number of individuals to ask for financial help, which could be in the form of a rights issue, a loan or even a gift.

"The board has agreed that the New Statesman can and should use a substantial sum to expand editorially and commercially," Mr John Lloyd, recently appointed editor of The New Statesman, said yesterday.

The present share structure of the weekly, drawn up by the economist J.M. Keynes, dates from 1931 when it merged with The Nation.

The structure was designed to ensure that no individual or small group should be able to buy control. There are about 50,000 ordinary shareholders of the New Statesman, but the 500 voting shares are controlled by the non-executive directors, led by the chairman Mr Philip Whitehead.

The precise proportion of shares that could become available through any rights issue would be subject to negotiation to safeguard the New Statesman's independence.

Circulation has fallen from 100,000 in the mid-1960s to around 27,000 now and losses have been running at about £10,000 a month.

Individual sales figures for the London area suggest the circulation may have risen by 20 per cent since Mr Lloyd became editor, the magazine was redesigned and its content sharpened.

Across the political divide the Spectator is now claiming sales only a handful short of 30,000.

Phones on wheels join price revolution

WHEN MOBILE cellular car telephones were launched in the UK in January 1985, it was tempting to believe that they were little more than expensive gadgetry aimed at the gilded few. But not anymore.

Sometime in the next few weeks, and probably the next few days, the number of cellular car telephones installed in the UK will top 100,000, a telling indication that the market is being rapidly democratised.

The explosive growth of the car telephone business has taken several of the participants in the industry by surprise. Yet in many ways the development of the business is just another striking example of the exceptional capacity for expansion displayed time and again by electronics-based businesses.

The pace of market growth has been fuelled by a mutually reinforcing combination of technological improvement, falling prices and rising volume—a happy conjunction of factors familiar in industries stretching from computers to pocket calculators and digital wrist watches.

On the technology side of the equation, the industry's ability to meet new challenges was demonstrated again yesterday with the launch of a new piece of advanced gadgetry by British Telecom Mobile

phones—a telephone which dials a number in response to a spoken word.

The new product, which would not have been possible without rapid advances in the tricky electronics of voice recognition, meets two clear market objectives.

On the one hand, it gives the mobile telephone industry a glamorous, innovative telephone set with clearly enhanced characteristics over what is currently available.

On the other, it represents a powerful response to the criticism that car phones constitute a safety hazard because they require drivers to manipulate a car with one hand.

With the additional use of microphone speaker systems, it will now be possible for drivers to make and receive calls without picking up the handset at all.

Prices have shown just as dramatic a change as technology in the 30 months that the cellular telephone industry has been operating in the UK. Base models are today retailing at around 30 per cent less than in January last year, with list

prices running at about £300 a set against £1,250, although it is possible to buy discounted products even more cheaply. As the electronics in the products become cheaper, and the production runs grow longer, prices are expected to continue to fall.

Predictably, the decline in prices is being accompanied by a steady rise in sales volume. Racial Vodafone, a subsidiary of the Racial Electronics group, and one of the two licensed operators of the cellular phone network, says that it is adding subscribers at a rate of more than 850 a week at present.

In the first year of operations, Vodafone attracted 19,000 subscribers against a forecast rate of between 10,000 and 15,000, and in its current financial year it is already well ahead of its target of 35,000 units, with around 20,000 notched up in the first six months.

The combined subscribers to both Vodafone and Cellnet, the second cellular phone system owned by British Telecom and Securitor, stood at roughly 90,000 at the end of

Terry Dodsworth explains how rapid technological advances have put cellular car telephones within reach of the masses

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The combined subscribers to both Vodafone and Cellnet, the second cellular phone system owned by British Telecom and Securitor, stood at roughly 90,000 at the end of

last month, with each of them holding 50 per cent of the market.

The widening acceptance of the system is demonstrated by the geographical spread in ownership. Although installations are still concentrated in the south east of England and particularly London, they are expanding steadily throughout the rest of the UK. Vodafone calculates, for example, that well over 30 per cent of the subscribers to its own network now live outside the south east region.

Ownership of cellular phones is also steadily expanding across a broader social base. Initially it was thought that the system would appeal mostly to professional people and senior executives, but it swiftly caught on in a big way among managers at the sharp end — individuals running their own business, building site managers and contractors who spend a large part of their time out of the office, taxi drivers and so on.

For these people the cellular phone seems to be living up to its

publicity as a productivity tool. Mr Hugh Lang, chairman of PE-International, the consulting group which recently went public, says that his cellular phone was invaluable during the planning of the flotation, when he was perpetually moving between his office on the outskirts of London and the City.

Over the past three to four months, a market which is potentially even more significant in volume terms has begun to emerge — the car fleets run by Britain's large corporations. Several companies have begun to toy with the idea of installing cellular phones in their salesmen's cars or luxury fleets, and a number have already begun to work on pilot schemes.

ICI, Britain's leading chemicals group, for example, now has 150 installed units spreading right across its business in terms of executive rank and geography. ICI says that it is still evaluating the impact of the system among its representatives, and has not determined as yet whether it is cost effective.

But if it comes up with a positive answer, and other companies follow it down the same route, the cellular phone industry will be able to keep expanding on its present straight growth path well into the future.

Daihatsu warned over pricing

BY KENNETH GOODING, MOTOR INDUSTRY CORRESPONDENT

THE OFFICE of Fair Trading has warned the company which imports Daihatsu Japanese cars to the UK not to attempt to maintain resale prices.

Daihatsu UK, a subsidiary of the Tozer, Kamsley and Millbourn trading group, has given the OFT written assurances and will also write to its 150 dealers "advising them that they are free to sell and display for sale Daihatsu's products at whatever price they may choose."

The OFT contacted the car distributor following a complaint from a franchised dealer who had been told by Daihatsu UK that discounting on sales of vehicles outside the dealer's appointed territory was not tolerated.

Daihatsu threatened to reduce the dealer's supply of vehicles if he continued.

Dealers were, however, permitted to discount within their own appointed territories, the company said.

The OFT said yesterday it considered the contents of the letter were in breach of the Resale Prices Act 1976 because Daihatsu was seeking to establish the minimum prices to be charged on the resale of vehicles outside the dealer's area.

Daihatsu imports are severely restricted by the voluntary agreement which limits Japanese vehicle shipments to the UK. Last year just over 4,500 Daihatsu cars and about 3,000 light commercial vehicles were registered.

Ruling in private on Libyan assets case

BY RAYMOND HUGHES, LAW COURTS CORRESPONDENT

A HIGH COURT ruling in a dispute about frozen Libyan assets and the extra-territorial powers of the US Government, which is being closely watched by the international banking community, is to be given in private.

Press and public will be excluded when a judge of the Commercial Court gives his decision — probably next week — on a move by a Libyan bank to get immediate judgment on its claim for nearly \$300m against the London branch of the New York-based Bankers Trust Company.

Libyan Arab Foreign Bank, which is wholly-owned by the Libyan central bank, has contended that Bankers Trust has no arguable defence to the claim.

At the end of a three-day court hearing in chambers earlier this week, Bankers Trust blocked an attempt by the Libyan bank to persuade Mr Justice Evans to give his decision in open court.

The case is a step in Libya's attempts to recover from US banks assets frozen on the orders of President Reagan as part of his drive against terrorism.

It raises questions about the extra-territorial reach of the US Administration, similar to those provoked by President Carter's freeze on Iranian assets during the 1979 Tehran hostages crisis.

None of the welter of litigation actions prompted by the Iranian crisis ever came to judgment, being settled when the hostages were released, so the question of the legal right of the US Government to freeze bank assets outside US territory has never been ruled on.

Although the precise details of the Libyan bank's application are not known, it is likely that a ruling by Mr Justice Evans in its favour would end the case — subject to any appeal by Bankers Trust.

If the Libyan's application fails they will have the choice of appealing or waiting for the full trial of their action, fixed for next June.

It is understood that the case relates to money which the Libyan bank claims it instructed should be transferred from New York to Bankers Trust in London. The writ, issued in May, claims \$131.2m plus interest and \$161.3m plus interest, with "further or alternative" claims for damages in like amounts.

In addition there is a claim for a declaration that on April 21 Bankers Trust's London branch wrongfully debited the Libyan bank's account with \$7.7m "and that the said debit is of no effect."

There is another "further or alternative" claim for damages for breach of contract and for an indemnity against "any and all liabilities (the Libyan bank) may have incurred or may in the future incur by reason of (Bankers Trust's) failure to comply with certain payment instructions."

Goldcrest attracts US investment interest

BY RAYMOND SNODDY

GOLDCREST, the independent British film company, which ran into serious financial difficulties at the beginning of this year, is close to attracting new US investors.

Mr John Chambers, Goldcrest's finance director, said yesterday that the company had received a number of serious offers, one of which was for more than 50 per cent of the equity. He said, however, that film industry rumours that Goldcrest was for sale were untrue.

"The company is not for sale and our major shareholders want to stay in," Mr Chambers said. No decision had yet been taken on what proportion of the equity might be made available to new shareholders.

Goldcrest's main shareholders are Pearson (publishers of the Financial Times) with a 41.3 per cent stake, the Coal Board Pension Fund and Electra Investment Trust. The company wants to raise between \$10m and \$20m so that it can begin investing in film production again.

Without money to put up for advances or guarantees it is difficult to win lucrative distribution deals. Goldcrest ran into trouble when the American Revolution turned out to be a box office disaster.

Since then, however, things have started to look up for Goldcrest. A Room with a View, in which Goldcrest was the largest single investor, turned into an unexpected hit and David Puttnam's new film The Mission, which opens in the UK later this month, has already been a success in Spain.

Pit closure opposed

BY MAURICE SAMUELSON

FOR THE second time since the end of the miners' strike, the independent review body set up in its closing stages has asked British Coal to keep open an uneconomic pit because of the impact on the local community.

British Coal wants to close Cadeby colliery, in South Yorkshire, which it says lost £19m, in the past

three years and has not made a profit for the past 20.

But after a lengthy appeal by the National Union of Mineworkers and Nacods, the colliery officials' union, Mr Anthony Diamond QC has concluded that while it is reasonable to close the pit on pure financial grounds, British Coal should "think again" in view of the social consequences of closure.

Honda's Legend drives out on time

By John Griffiths

HONDA DOES not consider itself to have been harmed by the renewed losses and management upheavals of its joint venture partner, the state-owned Austin Rover, acting in executives of Honda UK, the Japanese car maker's wholly-owned import subsidiary.

Mr Trevor Elliott, Honda's UK divisional manager for cars, said at a pre-launch presentation of the Honda Legend that Austin Rover had been fully on schedule in starting production of the car at its Cowley plant near Oxford.

The Legend is Honda's version of the jointly-developed executive car which Austin Rover is already selling as the Rover 280 Sterling.

Mr Elliott said Honda had been "very pleased" with the first units received from Cowley and he envisaged "no particular problems" in their meeting the standards set by Honda for its Japanese produced vehicles.

Honda has emphasised throughout, however, that all cars produced for it by Austin Rover would be processed through Honda's own pre-delivery preparation and test centre, in which it has invested £20m at the 300-acre former airfield it acquired at Swindon, Wiltshire, several years ago.

The centre, which includes a recovery plant, is capable of comprehensive reassembly if necessary, said one executive.

Although the Legend will be unveiled at next week's international motor show in Birmingham, first deliveries to customers will not begin until early next year.

Mr Elliott said Honda expected to sell 2,000 Legends in the UK next year, with a further 4,000 being produced for European continental markets.

In addition, Austin Rover has begun producing Honda's Ballade model, of which Honda expects to sell 5,000 through its own dealer networks next year.

Ballades will be assembled alongside the Rover 280, which itself is basically a Ballade built under license. The cars have common 1.3 litre engines, but each company uses its own engines in larger capacity models.

The Legend, unlike the wide Rover 280 model range, is to be offered in only two versions. Both will use Honda's 2.5 V6 engine. There is to be a well-equipped standard car, to be priced between £14,700 and £15,000, including taxes. The special equipment model will have an extra equipment package costing around £2,000 and which cannot be amended.

Mr Elliott said the Legend should be seen as a direct competitor for some of the more expensive Rover models. Honda's sales had been mainly to private buyers, but "we would now hope to find sales being made to chief executives."

L'ORÉAL

The consolidated sales of L'ORÉAL and its French and foreign subsidiaries amounted to 9,333 billion francs in the first half of 1986.

The actual growth in sales in comparable terms, i.e. using same structure and exchange rates, was 12.2% over the same period in 1985.

The consolidated net profit of 30 June 1986 (excluding appreciation and the repercussions of reserves for investments) was 472 million francs compared with 407 million at 30 June 1985, i.e. a growth of +16%.

MANAGEMENT

The Daily Telegraph

A delicate refurbishment

Raymond Snoddy reports on the UK newspaper's survival strategy

MAX HASTINGS, the 41-year-old editor of the Daily Telegraph, was left in no doubt that not all readers liked the changes he introduced to modernise Britain's most traditional national newspaper.

The first time we had a letter from a contented reader I thought we should have him stuffed," Hastings said recently at a presentation to the advertising industry.

Holding such a presentation at all was very unusual for the Telegraph. But the new management team installed since Conrad Black, the Canadian businessman who took control from Lord Hartwell and the Berry family in December, went on to bear their brest. To say the telegraph had an "image problem" was too weak a term for the way the paper was viewed by non-readers. Young people, the market research showed, did not even want to be seen walking down the street carrying a copy.

According to Stephen Grabner, the new 28-year-old marketing director, not only had the Telegraph's share of the quality newspaper market declined from 63 per cent to 49 per cent since 1980, but he admitted the number of 25-35-year-old readers had halved. At the presentations the assembled ranks of Telegraph executives all wore white badges carrying the legend "A New Spirit" with the word "new" backed by a splodge of Conservative blue to keep change in perspective.

They told how the company would be spending \$2m on advertising and promotion, including the launch of the Telegraph's own numbers game, Passport, to win back younger readers and "its rightful position" as market leader.

After the presentation, Frank Rogers, the Telegraph deputy chairman, could hardly wait to tell chief executive Andrew Knight what he had overheard in the audience.

A young advertising man in a bow tie had, he said, described the event as "fantastic" and "most impressive."

In little over seven months foundations have been laid, designed to turn an institution trading off the declining capital of its past, into a modern newspaper.

Apart from an unparalleled level of promotion there has been:

- The delicate refurbishing of high titles by new editors, a process best symbolised by the arrival of a full spread of features in the centre pages of the Daily Telegraph.
- The apparent halting of the circulation decline at 1.126m, although the arrival of The Independent this week may well woo readers away.
- The creation of an orthodox management structure to replace proprietorial decision making.
- Most important of all, at the end of last month the Telegraph reached a comprehensive agreement with its production unions for the operation of the new \$70m printing plant at West Ferry Road, on London's Isle of Dogs.

The unions accepted the technical manning levels needed to run the Com Headliner presses—a reduction of some 60 per cent on the Telegraph's current Fleet Street numbers—and binding arbitration on all disputes including pay.

Extinction

The origins of a plan to pull the Telegraph back from the verge of extinction probably go back to a dinner at The Economist on September 26 1985 given by Andrew Knight, then the weekly newspaper's editor. It was there that Conrad Black, with a 14 per cent stake in the Telegraph, met Frank Rogers, at 66 a wise old man of Fleet Street, former chief executive of IPC and chairman of EMAP, the newspaper and magazine publishing company.

The two men hit it off; Rogers became Black's representative on the Telegraph board and was to see, as experienced adviser throughout the critical months.

"I was the link between what was practically feasible and what was managerially theoretically desirable," he says. Yet when Andrew Knight was first offered the chief executive's post he said "No." Conrad Black, Frank Rogers and David Montague, the merchant banker who was on the Telegraph board, had the ideas but not the shares to push them through.

To those involved Lord Hartwell appeared "uncomprehending" of the scale of the problems

facing the company or how they might be solved.

It was only when control was passing to Black that Andrew Knight believed it was possible to save the Telegraph and agreed to take the job in early December. Before the end of the month he had a consultant's report by Coopers & Lybrand which said of the Telegraph: poor management—enormous potential.

The turning point for the Telegraph came at a management meeting on Wednesday January 5 in the conference room, before Knight formally took over as chief executive. It was already too late to stop the agreements on manning levels at the Telegraph's new Manchester plant going through.

Knight did, however, earn his salary by unilaterally lopping 10 per cent off the wage bill there—a saving of £2m a year.

But the meeting decided to freeze all negotiations with the unions on the move to the West Ferry plant—a high risk measure which could have taken the paper off the streets.

"The manning levels being negotiated were 90 per cent higher than we have actually achieved. I could not see how we could ever have made West Ferry commercial," Knight says.

The paper continued coming out despite the uncertainty caused by the freeze in negotiations. And then at the end of the month—lucky timing for the Telegraph management— Rupert Murdoch moved his Fleet Street titles to Wapping and industrial relations in Fleet Street would never be the same again.

"The new management, our employees and the unions immediately recognised after Wapping that unless our cost base was drastically reduced to compete with News International the company would not survive. That's the most important reason why the complex negotiations went so well," says Rogers.

The rest of the strategy flowed from the decision to freeze negotiations. Apart from technical manning levels needed to operate the presses rather than the traditional Dutch auction with the unions, the management sought the lowest possible cost base and durable agreements.

Negotiations were under-

mined by a warning that £20m-£25m in redundancy and early retirement payments could only be financed if there were continuous production.

Angus Clark, the paper's experienced director of staff and industrial relations, says his approach was straightforward. "I told the unions: 'You may not like what the company is saying but we are telling the truth. There is no secret contingency plan, no wage being hired, no contract with TWT (the company which delivers News International titles).'"

The printing unions at the Telegraph agree that the main concern of both sides was to secure employment and the future of the titles and that the agreement reached, although containing "many unpalatable things," proves they are not Luddites.

Massive amounts of management time were absorbed by the negotiations but for Knight the need for modern management was just as pressing.

"We simply had to have a management team. In the past everything had always gone to the proprietor with the result that decisions were taken ad hoc based on tonight's production," says Knight. The Telegraph now has a clear management structure with divisional heads reporting to Knight in the new post of chief executive—introducing clear reporting lines and devolved responsibility.

Revolution

"The Harvard Business School would think what we have done very old fashioned but in Fleet Street it's a revolution," says Knight, who personally chose both the new editors for both the Daily and Sunday Telegraph.

He chose Max Hastings to "get some fresh air" into the daily and 63-year-old Peregrine Woodhouse to give some bottom to the Sunday.

In June Ken Burton was brought from Thomson Local Directories as advertisement director and rapidly set up unprecedented detailed training procedures. By the end of the year the sales staff will have been increased from about 75 to 125 people to take advantage



Andrew Knight (left) and Frank Rogers creating an orthodox management structure

of the larger papers which can be produced by the West Ferry plant.

Looking back, Knight admits there were moments when he wondered whether it would all be possible.

"In February and March the circulation was dropping at the rate of 10,000-12,000 a month. I feared a downward spiral and that the changes would contribute to that spiral and we would have the worst of both worlds. Could we hold the circulation above 1m I asked?" Knight adds.

In fact the decline was halted in September before a penny was spent on promotion and the first stage of reform at The Telegraph—stopping the rot—is now almost complete.

A priority now, which Knight admits should have been tackled sooner, is the provision of a modern management information system. Cost and revenue figures are weeks out of date and present computer methods in the Telegraph, Knight concedes, bear no relevance to what a modern management team needs to know. Logica, the software and consultancy group, has been called in to design a new computer system.

Other problems awaiting solution include finding a new home for the editorial and commercial staff by next summer and the negotiation of direct entry of journalists' copy into electronic newsroom systems.

Change at The Telegraph has been on a massive scale and Lord Hartwell, chairman and editor-in-chief still, though proprietor no longer, has agreed to them all and accepts with good grace that the Daily Telegraph is a considerably improved newspaper as a result.

Outsiders such as Michael Pridoux, chief executive of Charles Barker City, the advertising agency, speak admiringly of the Telegraph "achieving a hell of a lot in a short space of time." But despite almost being turned on its head some truths remain self-evident at the 131-year-old publication.

"We believe the Conservatives are the only party fit to govern the country and Margaret Thatcher the only leader to take it into the next election," Max Hastings, journalist of the year in 1982 for his Falklands War coverage, explains with certainty and conviction.

Management abstracts

The workers' rights. R. Sass in *Journal of Business Ethics* (Netherlands), April 1986 (7½ pages)

Outlines Canadian workers' existing rights to know about hazardous materials they work with, to participate in work environment matters, and to refuse jobs believed to be dangerous to their well-being; argues that these should be extended by statute to permit workers in industry to deal with work organisation and job design matters, insofar as they relate to occupational health and safety. Contends that the extension of rights is likely to lead to a reduction in industrial accident rates.

Upward management: getting in step with the boss. J. R. Darling and R. E. Taylor in *Business (US)*, April/June 1986 (6 pages)

Argues that the ability to attain personal or organisational goals should not be restricted to downward influence (boss to subordinate); considers that upward influence by subordinates is essential and is a factor in leadership effectiveness of both subordinate and boss. Managing up, as it is called, is seen to be a matching of social style—categorised as amiable, analytical, driven, and expressive; examines the characteristics of each category, and how subordinates should take a flexible approach to style modifications if conflict is apparent and needs to be resolved.

Environmental auditing. L. M. J. Buis-Hoefnagels and others in *De Accountant* (Netherlands), June 1986 (7 pages, in Dutch, English version available)

Finds well proven the case for independent reporting on the environmental impact of business organisations—environmental in the sense of ecological. Concludes that professional accountants could indeed gear themselves to provide this service, and that such extension would be welcomed in society as auditors are trusted to be objective.

Entrepreneurship and black capitalism. E. W. Van Fleet and D. D. Van Fleet in *American Journal of Small Business* (US), autumn 1985 (10 pages)

Reports on the findings of a study of black and white-owned inner city companies; suggests that factors such as attitudes, values, and needs rather than financial or economic considerations are likely to explain what differences there may be between the successful and less successful enterprises; ethnic origins appear not to be a major factor.

Attitudes to auditors' detection of fraud. G. Jordan in *Certified Accountant* (UK), June 1986 (4 pages)

Reports on the results of a survey conducted by the Chartered Association of Certified Accountants of the business community's attitude to the auditor's role in fraud detection; compares the results with another (which included accountants) undertaken by the Auditing Practices Committee. The majority of respondents to the Association's survey thought auditors' responsibilities should be extended to detect fraud, provided that there would be no extra fees; less enthusiasm was shown for legal compulsion to report to authorities; and there was some favour for audit committees. The majority (72 per cent), response to the APC survey, however, favoured maintenance of the status quo.

General motors and the public interest. E. W. Johnson and R. T. De George in *Journal of Business Ethics* (Netherlands), June 1986 (6 pages)

The former vice president for public affairs at GM considers management responsibilities when the corporate purpose and social interest collide. An outline of the large corporation's responsibilities in modern society gives way to a discussion of how GM internalises social accountability into its policies; notes the principle attached to the corporation's mission to "do business as a responsible and ethical citizen." As a response, a professor of philosophy outlines four kinds of responsibilities, recognition of which—it is claimed—will help GM in sorting out what is morally obligatory and what is not.

Overcoming user resistance to microcomputers. R. L. Kilem in *Administrative Management* (US), May 1986 (3 pages)

Provides 19 guidelines for the successful introduction of office automation including: move the machines in gradually, starting with fairly simple applications; ensure top management support; focus on corporate goals rather than local issues and keep an eye on the future; get good feedback on progress; communicate with employees and provide good training.

These abstracts are condensed from the abstracts published by Asher Management Publications. Licensed copies of the original articles may be obtained at a cost of \$4 each (including VAT and p+p); cash with order from Asher, PO Box 23, Wembley HA8 2JL.

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THE ARTS



Music

NEW YORK

New York Philharmonic (Avery Fisher Hall) Luciano Berio conducting. Katia and Marielle Labèque duo-piano, Akko Benedetti violin. Berio, Haydn (Tue); Klaus Tennstedt conducting. Alicia de Larrocha, piano. Mozart, Bruckner (Thu). Lincoln Center (8742424)

Ives, Cage, Liszt (Wed), Lincoln Center (3621811)

WASHINGTON

National Symphony (Concert Hall) Guendeb Harbig conducting. Weber, Schubert, Beethoven (Tue); Mikhail Rostropovich conducting. Alexander Toradze piano. Walker, Rachmaninov, Dvorak (Thu). Kennedy Center (2543776)

LONDON

Royal Gala Concert with Charles Groves conducting the LSO in aid of the Save the Children Fund, with Jo Anne Feldman soprano, Dominic Ray Albert, bass-baritone, Evelyn Glennie, percussion, and Alan Brind - winner of the BBC Young Musician of the Year 1986 - violin; Weinberger, Creston, Gershwin, Saint-Saens, Britten. Barbican Hall (Mon) (3381091)

CHICAGO

Chicago Symphony (Orchestra Hall) Mark Elder conducting, Emanuel Ax piano. Elgar, Beethoven, Tippett (Thu). (4358111)

NETHERLANDS

Amsterdam, Concertgebouw, Ricardo Chailly conducts, with Jaap van Zweden, violin; Rostini, Paganini, Dvorak (Wed, Thu) (116343)

SPAIN

Madrid's Autumn Festival offers guitar concert by Manuel Barrueco to music by Gnanassa, Mozart, Sor, Henze and Granados. Sala Juan de Villaverde, Prado Museum (Tue) (4880950)

TOKYO

Vienna Symphony, conducted by Kurt Wasm. Viennese music. NHK Hall (Mon) (4031290)

PARIS

Georges Fugère, piano; Liszt (Mon) Salle Favart (4260611)

NEW YORK

Metropolitan Opera (Opera House) James Levine conducts La Traviata in Jean-Pierre Ponnelle's production with Elisabeth Söderström, Kathleen Battle and Thomas Hampson. John Dexter's production of Aida is conducted by Nello Sant'ini with Martina Arroyo, Grace Bumbly, and Leo Nucci. Julius Rubel conducts Mamma in Gian Carlo Menotti's production with Leontyne Price, Ezra Lenoir, and Brian Schweninger; Otto Schenk's production of Die Walküre is conducted by James Levine with Hildegarde Behrens, Jeannine Altmeyer and Simon Estes. Lincoln Center (3621600)

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Theatre

LONDON

La Cage aux Folles (Paladium) George Hearn a wily con star alongside Denis Quilley in the transverse show for all the family. Weak second act, less than vintage Jerry Herman score. The show has not travelled well from Broadway. (437 7373 (CC) 734 8961)

Daliance (Lyttelton) Tom Stoppard's new version of Schiller's Liebelei is a crushing disappointment only partly redeemed by Brenda Blethyn as the ruined working girl. A theatricalised travesty of the work adds to the confusion of middle-aged actors playing boyish dragons in Peter Wood's numbingly respectable production. (228 2252)

Lead Me A Tawer (Globe) Fresh and inventive operatic farce by new American author Ken Ludwig set in Cleveland, Ohio in 1924. Dennis Lawson and Jan Francis lead an energetic company in mistaken identity romp, while Verne Troyer carries on regardless. (437 1522)

When We Are Married (Whitehall) Matchless comic parody from an all-star cast in Paisley's comic warblers about silver wedding anniversaries undeciphered by an inconvenient revelation. Bill Fraser is a drunken Fabianist photographer and the cast are led by Tim Dutton, West and Franchetta Scallan. The 1930 theatre has been beautifully renovated. (230 7765)

News On (Savoy) The funniest play for years in London, now with an improved third act. Michael Blake's brilliant direction of backstage shenanigans on tour with a third-rate farce is a key factor. (338 8888)

Starlight Express (Apollo Victoria) Andrew Lloyd Webber's roller-skating folly has 10 minutes of Spielberg movie magic, an exciting first half and a dwindling reliance on indiscriminate rushing around. Disneyland, Star Wars and Cats are all influences. Pastiche score nods towards rock, country and hot gospel. No child is known to have asked for his money back. (334 6194)

Mad Street (Drury Lane) No British equivalent has been found for New York's Jerry Garcia, but David Steiner's top-dancing extravaganza has been rapturously received. (336 8108)

SPAIN

Madrid, Autumn Festival: "Enigma" 19th century opera of the Waili (1573-1620) Ming Dynasty. First time in Spain with the collaboration of Paris Autumn Festival. Teatro Espanol, Principe 25. (429 82 97) (Wed, Thu).

NEW YORK

Cats (Winter Garden) Still a sellout. Trevor Nunn's production of T.S. Eliot's children's poetry set to trendy music is usually hardening and choreographically felicitous, but classic only in the sense of a rather sad and overblown idea of theatricality. (338 6262)

Mad Street (Majestic) An immodest celebration of the heyday of Broadway in the '30s incorporates gems from the original film like Shuffle Off To Buffalo with the appropriately trash and jazz boogie by a large chorus line. (VT 8629)

A Chorus Line (Shubert) The longest-running musical ever in America has not only supported Joseph Papp's Public Theater for eight years but also updated the musical genre with its backstage story in which the songs are used as emotions rather than emotions. (238 8300)

La Cage aux Folles (Palace) With some turelloi Jerry Herman songs, Harvey Fierstein's adaptation of the French film manages, barely, to capture the feel of the sweet and hilarious original between high-kicking and gaudy chorus numbers. (737 2626)

I'm Not Rappaport (Booth) The Tony's best play of 1986 won on the strength of its west-of-midwest popularity from the 1980 district in Central Park benches who bicker uncourtiously about life past, present and future, with a tummy pat to match. (238 8300)

Big River (O'Neill) Roger Miller's music rescues this sedate version of Huck Finn's adventures down the Mississippi, which walked off with many 1965 Tony awards almost by default. (248 8222)

The Mystery of Edwin Drood (Imperial) Rupert Holmes's Tony-winning resurrection of the unfinished Dickens classic is an ingenious musical with music-hall tunes where the audience picks an ending. (238 6262)

CHICAGO

Pump Boys and Dinettes (Apollo Center) Fascious look at country music and down-home country life with a good beat and some memorable songs, especially one played on kitchen utensils has proved to be a durable Chicago hit. (335 6100)

Galileo (Goodman) Brian Dennehy takes the title role in Bertolt Brecht's exploration of intellectual honesty in a repressive environment under the direction of Robert Foy, who has just taken over as the Goodman's artistic director. Ends Nov 1. (443 3800)

TOKYO

Kabuki (Kabuki-za) Kagayama Kyoko no Nichikie is a classic play about suicide and revenge among the ladies-in-waiting at the Shogun's palace. Good English programme and simultaneous commentary. Kabuki-za, Higashi Giza (5413131)

Kabuki (National Theatre) As part of the theatre's 20th anniversary Japanese hit, the popular Kabuki play Chushingura (Revenge of the 47 Samurai) will be played in its entirety. Good English programme and simultaneous commentary. National Theatre (235 7411)

The Real Thing: The Japanese version of Tom Stoppard's play, directed by Leon Rubin with Bungaku-za troupe starring Toru Emori, Kiwako Takachi, and others. Sunshine Theatre, Sunshine Bunka Kaikan, Sunshine City 4F, Ikebukuro (867 5281)

Continued on Page 17

Advertisement for Telephone Rentals (TR) featuring the headline 'POOR COMMUNICATIONS CAN LEAD TO THE ODD MISUNDERSTANDING'. The ad includes an image of a telephone and text describing the benefits of TR's PBX systems, such as cost-effectiveness and reliability. It concludes with a coupon for requesting more details.

THE ARTS

Cinema/Nigel Andrews

A wacky regression to infantilism

Planes directed by Roman Polanski... Other halves directed by John Lafia...

Pirates is a pirate film in which nobody walks the plank...

Alas and alack, however did things go so wrong? Polanski, realising what he claims was a 15-year-old dream...

Planes, action stunts, exotic locations and general boozing hoop-la. What he failed to gather was a script...

Standing squarely in the blind eye of this director's lunatic is poor Mr. Mathan. Many years ago at the Ivy Restaurant...

Unfortunately, Mathan... has to lose his command of cockney in the years since the Ivy. And even if he had not...

I always thought that English pirates were supposed to speak with Cornish accents...

But let us not dwell on this brogue's gallery. The film gets no better when the characters forsake work for deeds...

Poor Polanski, suffering the pangs of Hollywood's excesses to be seen as a near-demented extreme these years...

therapy class in a mental hospital. Flung out thence into a new house paid for by her estranged husband...

Will she "find herself" emotionally even as she "loses" herself socially, thrown at by the Puz and looked at by her former friends?

Collector's piece of the week is Alpine Fire by Swiss writer-director Fredi Murer...

Set on a green but vertiginous mountain farm family spirals from realism to a startling apocalypse...

leath. With his friend Dr Dawson (a mouse) he sets out to destroy the evil Professor Rattigan...

The supporting cast includes more mice, and three of the film's four directors have surnames beginning with M...

Animation more startling is to be found at the ICA, in a season titled "Alchemy: The Surrealist World of the Brothers Quay and Jan Straskmajer..."

In a world today whose animation-lovers mostly prefer Theodor Brunn or the Muppets...

Hal Wallis, one of the great Hollywood producers, died yesterday aged 87...



Scene from "Galanteries" The Royal Ballet/Covent Garden Clement Crisp

The Royal Ballet's autumn season opened on Wednesday with a quadruple bill...

The patterns of the dance would, I suspect, now be better served by being seen on a stage clear to the cyclorama...

Colour is at a premium in David Bintley's Galanteries, receiving its Opera House premiere after its first performance...

this summer at the Vancouver Expo '86. It is set to two Mozart scores—the Serenade K101...

The effect is somehow lowering to the spirits, and the dance has a sentimental air...

The other novelty of the evening is the Royal Ballet's acquisition of Jerome Robbins' Opus 19/The Dreamer...

uses Prokofiev's first violin concerto for a study in the imaginative world of a central male figure...

Happy the revival of The Concert which follows leaves no doubt about feelings or agitations which beset its wild assemblage of music lovers...

Misalliance/Barbican

Michael Coveney

The great objection to Shaw's 1910 play, Babylon fell, Hindhead's turn will come...

But modern theatre habits, fed on professionalism and amateurism, can protect us from these objections...

This free-spirited heroine, played with an emphatically husky accent by Jane Laportie...

These productions, as well as innocuous at the Gate and A Whistle in the Dark...

the venerable venue with original architectural drawings and cut-away models...

National Gallery: Vincenzo Bonasone's sculpture from the Kunsthistorisches Museum includes work by Bertoldo di Giovanni...

Chicago Historical Society: Louis Sullivan, a seminal figure in American architecture...

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The jewels sale was a tremendous success, with the morning session totalling almost £1.2m...

Misalliance/Barbican

Michael Coveney

education, and workers' rights. "Rome fell, Babylon fell, Hindhead's turn will come..."

But modern theatre habits, fed on professionalism and amateurism, can protect us from these objections...

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Lutoslawski/Festival Hall

Max Loppert

At the start of the second half of Wednesday's Royal Philharmonic Society concert...

The symphony is a mature work by a master composer at the height of his powers...

From the plainest musical materials, and with a pleasurable appetite for the exploration of those materials...

that constitutes the work's structural appeal à l'ordinaire—one wonders how on earth the composer is going to make all this material add up into a symphony...

For the sheer sound of the piece is a pleasure of a quite dazzling kind—a "concerto for orchestra" symphony of immense textures...

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A Whistle in the Dark/Abbey Theatre, Dublin

Michael Coveney

Apart from the McGuinness Caravaggio play, continuing at the Gate, the main attraction this week at the Dublin Theatre Festival was a revival at the Abbey Theatre...

After the dense intricacies and poetic broadness of The Night Concert and Bettegossaire, it is a refreshing shock to encounter this clenched fist of a play...

National identity has been a theme in the contemporary Irish drama common to Murphy, Friel and McGuinness...

point of catharsis. Another bad omen for the close-knit Irish Catholic family unit; and an imaginative report on the post-war immigrant labour wave...

With this Abbey success, Miles Hinds, founding director of the Druid touring company, is thought to have become a contender for the still vacant Abbey artistic directorship...

These productions, as well as innocuous at the Gate and A Whistle in the Dark...

Continued from Page 16

Exhibitions

ITALY

Venice: Museo Correr (Ala Napoleonica): La Correr's painted and sculpted works, including sculpture, watercolours, pencil drawings and collages...

Venice: Fondazione Cini, Sala di S. Giorgio: Views of Venice: Bernardo Bellotto (1767-1788): twenty paintings and several engravings by a painter who follows Canaletto and Guardi...

PARIS

Paris: Musée de la Ville de Paris: Exposition de la peinture française de 1900 à 1945: 200 paintings and sculptures...

potemkin spread the influence of French court art over Europe. Grand Palais, closed Tue, Ends Jan 5th (4200 9410).

WEST GERMANY Kunst- und Kulturzentrum: The chairman of Krupp, Dr Bernhard Beitz, who is also head of the private Ruhr cultural institute...

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tion shows the turning away from expressionism with 100 artists from Europe and the US represented. All works were done this year and include artists such as Scholten, Salvo, Donald Beuchler, Christina Naber, Miguel Barcelo, Anthony Gormley and Luigi Sotgiu, Ends Nov 2.

LONDON The Royal Academy: Jo Suis in Colour—the Sketchbooks of Picasso. It is an artist's sketchbooks and notebooks, more than in his drawings...

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Tests of the Elbe focuses on Amsterdam's rich merchant class and its influence on art and culture as well as artists such as Rembrandt...

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from the museum's collection. Ends Nov 9.

VIENNA Dian—a submerged kingdom of China: According to the organisers this is the first exhibition in the west of treasures from the Dian Kingdom...

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FINANCIAL TIMES

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Friday October 10 1986

High Noon in Reykjavik

THE REST of the world is setting great store by this week's pre-summit meeting in Reykjavik in the hope that it will break the logjam in the arms control negotiations between the super-powers and thus lead to an easing of international tensions.

But it is not at all clear that the two leaders have embarked on the encounter with a common objective in mind, or have set themselves a compatible agenda for their discussions. The rest of the world would be wise not to count too much on Reykjavik providing a solution, or even the promise of a solution, to its problems.

The major ground for optimism is that Mr Mikhail Gorbachev is manifestly anxious to secure, and may be prepared to concede, considerable lengths to engineering a durable improvement in the international atmosphere, starting with a reduction in the tension between the Soviet Union and the US. Such an easing of tensions, he has repeatedly made plain, is necessary for the Soviet Union, in order to permit a curb on defence spending and a transfer of resources into the civil sector of the Soviet economy.

For exactly the same reason, he has repeatedly argued that the only purpose of summit meetings is to reach agreement on specific issues, notably in the field of arms control.

Particular attention

President Reagan's fundamental position appears more ambivalent. In recent years he has abandoned his violent anti-Soviet rhetoric, though there seems little reason to suppose that his hostility to the world's leading Communist state has in any way abated. He seems reasonably content with an atmospheric improvement in relations with the Soviet Union; but where the military security of the US is concerned, it is not yet clear that he trusts the Russians enough to sign any arms agreement which would curtail their nuclear arsenal. It may suit his domestic political book to soothe the anti-nuclear lobby by appearing at an amiable media event with Mr Gorbachev; it may not suit his domestic political book to risk accusations, from his critics on the hard right, that he is jeopardising America's security.

This ambivalence is reflected in some of the briefing which has emerged from the two capitals. In Moscow, it is being reiterated that the purpose of this meeting is to reach agree-

ments, with two candidates singled out for particular attention: an interim agreement on Euro-missiles, and a nuclear test ban agreement. In Washington there is the usual babel of contradictory voices; but the most authoritative tone has been struck by the State Department, with a warning not to expect that this meeting will necessarily reach any agreements, even on the date of the next full-dress summit in Washington.

The Russians are certainly overstating their case. This weekend's meeting was fixed at extremely short notice; if it is to produce agreements which are both substantive and equitable, it can only do so on issues where there is already a broad measure of agreement in principle, and where the outstanding issues are very simple. The Russians know that President Reagan will not sign a nuclear test ban agreement; America's European allies will hope that he does not rush to sign a Euro-missile agreement, for fear that he concedes too much.

Unsolved problems

He will not sign a nuclear test ban agreement because he believes that nuclear testing is necessary; necessary, among other things, for the development of a nuclear-powered X-ray laser as part of a space-based Star Wars system. There might be more hope of progress if Mr Gorbachev were to start by seeking improved verification methods, so as to agree tighter curbs on testing limits.

The centrepiece of a Euro-missile agreement, for 100 warheads, is the fate of the warheads within grasp. But there are serious unsolved problems: what to do about the Soviet missiles in Asia, and what to do about the short-range missiles in Europe. President Reagan is not an expert, and a rushed agreement might not be a good agreement.

American warnings that Reykjavik may not produce concrete agreements could be simple prudences; it is as well not to raise expectations too high. But if US officials seriously believe that this weekend's meeting will produce any part of the deal of the next summit in Washington, they are indirectly warning that the encounter in Reykjavik may produce so little agreement as to risk being written off by domestic opinion as a failure. That in itself is a measure of the stakes which hang on Reykjavik.

Power transfer in Israel

ISRAEL'S GOVERNMENT of National Unity has defied most expert predictions, the odds of the bookmakers and probably the expectations of most of its members — it has survived for two years. Today, Mr Shimon Peres resigns as Prime Minister to make way for Mr Yitzhak Shamir, Foreign Minister, for the second half of the Government's life.

Mr Peres steps aside, having enhanced both his personal reputation and that of the Labour Party which now enjoys a considerable lead over Likud in the public opinion polls. The Labour leader can claim, with justification that he has gone a long way towards achieving some of the goals he set himself on taking office.

Most notably, he has restored order to the economy and sharply reduced the baneful inflation which he inherited. It is far more doubtful whether he has done enough to cure the economy's structural weakness. The Israeli economy will continue to require constant and sensitive nursing if its recovery is to prove durable.

Mr Peres also largely fulfilled his pledge to get the troops out of Lebanon in the wake of the disastrous 1982 invasion. It is regrettable that he has not completed the withdrawal, in spite of repeated international appeals for UN troops to be allowed to exercise their mandate by patrolling up to the international border.

On the peace process, Mr Peres has less to show, but at least his style and statements have helped to create an atmosphere in which it is possible to believe that Israel is willing to enter negotiations with an implied willingness to compromise.

Sound policies

These factors have all assisted Israel to recover much of the international goodwill it sacrificed during 1982 and 1983. The challenge for Mr Shamir is whether he can maintain the momentum while building on the other achievements of the Government of which he is a member.

Given Mr Shamir's track record it is difficult to be optimistic. He represents the hard-line, nationalistic concept of

Zionism. He sees no reason to soften the presentation of his views; even when dealing with Western allies. Mr Shamir voted against the peace treaty with Egypt, and is fundamentally opposed to any territorial compromise, even if that would offer the chance of peace with Arab neighbours. In short, he cannot accept that Israel would relinquish any part of the West Bank, captured in the 1967 war.

Such views may make it difficult for Mr Shamir to continue the restraint on military spending and the settlement building programmes in the occupied territories exercised by Mr Peres. The previous brief premiership of Mr Shamir, following the resignation of Mr Menachem Begin in 1983, showed that his political and ideological commitments tend to take precedence over sound economic policies.

However, Mr Shamir is not going to be allowed much room in which to manoeuvre. He needs time to establish himself as Prime Minister. This will be denied him if he rocks the coalition boat too vigorously.

Apprehensive mood

Given the current state of the opinion polls, Mr Shamir will be extremely anxious to avoid being forced into an election at a time not of his choosing, an option which Mr Peres will enjoy throughout the next two years.

For the rest of the world, in particular the US, Mr Shamir is going to prove a more abrasive leader than his predecessor. The extent to which this is an issue could in large part depend on political developments in the Middle East. The increase in international political violence, the tensions caused by the recession in several Arab countries and the absence of any structured peace efforts — all these are contributing to the mood of apprehension in the region.

Mutual provocations are sure to abound in the months ahead, making it even more vital that the US and Western Europe maintain clear lines of communication with Mr Shamir. They may not have wanted him to take over, but from next week he is the man with whom they will have to deal.

The Summit

Why Mr Reagan needs to move the ball forward

By Stewart Fleming, US Editor, in Reykjavik

WHEN President Reagan and Mr Gorbachev sit down in Reykjavik tomorrow, their meeting will be a summit in all but name. The stakes if anything are higher than they were when the super-power leaders talked around a Riverside in Geneva 11 months ago.

Then the two men were sizing each other up. Now, after almost a year of spasmodic negotiations and preparations among their officials, the preliminaries are over. Repeated official suggestions that what has in mind for Reykjavik is of modest significance is a smokescreen to protect negotiating positions and political prestige at home in the event of failure.

A successful "pre-summit summit" will lend new momentum to the incremental process of improving US-Soviet relations. This is what Mr Shultz means when he says that, although Washington does not expect any firm, signed and sealed agreement in Reykjavik, he does hope to "move the ball forward".

Conversely, were Mr Reagan to come away from Reykjavik empty-handed, he could expect little sympathy from moderate critics who have long argued that he has failed to understand until it is too late the importance of negotiating with Moscow. Conservatives, too — dismayed at the way the White House resolved the case of Nicholas Daniloff, a nationalist accused of spying, and disillusioned by Mr Reagan's decision to seek an arms control agreement — are turning on their erstwhile chief war hero. "The Administration's foreign policy has been to kiss the Russian bear's bottom and he keeps turning the other cheek," Mr Howard Phillips, chairman of one important lobbying group, the Conservative Caucus, said recently.

Whatever the other after-effects from the shock of failure at Reykjavik, one thing is sure: it would be best to inaugurate in the relatively brief period Mr Reagan has left in office to get the arms control talks back on track.

So what has induced Mr Reagan, who has so very long ago described the Soviet Union as an "evil empire" whose leaders are liars and cheats, to make the journey to Reykjavik, and this just three weeks before Congress's mid-term elections, and on the rebound from the messy Daniloff affair?

Many experts in Soviet-American relations in Washington, both academic and diplomatic, are convinced that from his early days in the White House Mr Reagan saw the possibility of a deal with Moscow as

something he would want to entertain later. "The President was always ready to do business with the Soviet Union once he felt he had some chips on the table," says Helmut Sonnenfeldt, a scholar at the Brookings Institution.

According to this view, Mr Reagan's priorities in his first Administration were to revive the US economy and so secure the huge military build-up to which he was committed. Ironically, it is the repercussions from the policies he adopted in pursuit of these goals which are now seen to be causing Mr Reagan to put at risk some of his chips.

Washington debates incessantly whether Mr Reagan or Mr Gorbachev needs a summit and an arms control agreement more. Not surprisingly, the conclusion most often reached is that the pressures on Moscow are the greater for Gorbachev, so the argument runs, in part because of domestic economic problems, needs to avoid another twist in the arms race involving "high frontier" space defences such as those envisaged in Mr Reagan's "star wars" Strategic Defence Initiative.

But this tends to ignore the fact that the US economy is also

stated in unmistakable tones. If there are signs that the Federal budget deficit is no longer out of control, it is only because of what Treasury Secretary James Baker describes as "the tremendous hit" the defence budget took in 1985 in Congress. For 1987 too, Congress is granting the President far less in new defence funds than he wanted.

More significant, Capitol Hill, always wary of infringing the President's foreign policy prerogatives, has moved in recent weeks to restrain the White House's ability to fund the star wars programme by cutting out its threat of repudiating the Salt II arms limitation agreement, and to continue with nuclear testing.

Washington's judgment on the defence budget is, opinion polls show, shared by the average American, who increasingly questions why, after the biggest peacetime defence build-up, the White House says that even larger defence budgets are needed. As one observer of Capitol Hill puts it in analysing the public mood on budget priorities: "When it comes to a choice between national security and social security, bet on social security."

These questions, marks over the defence budget have weakened Defence Secretary Casper Weinberger and Assistant Secretary Richard Fede, the man recognised as the Administration's most articulate and effective opponent of arms control.

Simultaneously Mr George Shultz, the Secretary of State, is seen to have gained in influence. Mr Shultz misses no opportunity to echo his President's firm line towards Moscow and is explicit about his support for the Strategic Defence Initiative. But he believes arms control should be an element in the *modus vivendi* the US must work out with Moscow. And as a former Treasury Secretary he is well aware of the uncertainty over the American economy.

Mr Shultz's influence has been a result of the fact that the agenda of Washington has been insisting on for the US-Soviet dialogue. It includes human rights and regional issues that fall naturally within the State Department's sphere of operations.

The lack of strong leadership at the top of the National Security Council since Mr Robert McFarlane left last December may also have helped to bolster Mr Shultz's position. Paradoxically, the Daniloff crisis probably helped Mr Shultz shore up his position by opposition to an early pre-summit summit. It resulted in several days of intense negotiations

Russia's leaders — like America's — have their economic worries

creaking under the burden of the Reagan Administration's defence build-up and the ill-judged policies adopted to try to finance it.

An analysis of the longer-term budget implications of defence strategy prepared by Mr Timothy Stanley for the Atlantic Council and the International Economic Studies Institute says: "The conclusion, starkly stated, is that under the most realistic political assessment of Congressional willingness to fund defence priorities, and the most realistic economic scenarios, the US cannot get from here to where it wants to go in its national strategy and force posture."

Equally, there is a growing perception that the military build-up, while it may have strengthened America's strategic defences (although this too is questioned by those who argue that the Defence Secretary has been spending too much money on the wrong things), has done little to curb the growth of budget deficits which have weakened the economy. Congressional concerns on both these scores are being reg-



Reagan: a message for the US as well as for the Soviet Union.

with Soviet Foreign Minister Eduard Shevardnadze, during which both men were able to focus on broader issues as they sought to resolve the Daniloff affair.

As Mr Reagan indicated in his speech in Glassboro in the summer, the fact that Moscow is seen to have made some potentially significant changes in its negotiating positions will also have helped Mr Shultz to argue that the Administration should take the opportunity to try to find out how real are the chances of making progress.

It is hard, too, not to suspect that one thought behind the agreement to an island summit was the hope that if the talks go well it might help (and certainly will not harm) the Republican Party's chances at the mid-term elections in November.

Taking a longer-term perspective, Mr Reagan knows all too well from opinion polls that while most Americans seem to share his justified view of Moscow's motives, they do not approve of the reluctance he displayed, in the first weeks of his Administration, to engage in superpower negotiations.

So Mr Reagan must consistently demonstrate that he is, indeed, as the likes to say, ready

"to go the extra mile" to try to reach an accommodation with Moscow and so to try to saddle Mr Gorbachev with the responsibility for any new deterioration in relations.

His allies too, particularly those conservatives in Europe who have staunchly supported him, have a vested interest in this approach.

Much, probably too much, is made in Washington of the idea that Mr Reagan (or at least his wife Nancy) has his eye on the history books. What can be asserted with rather more confidence is that a convincing agenda of US-Soviet negotiations would help him to defer the "lame duck" status which eventually overtakes a President particularly when he faces a Congress which, judging by the votes to override his veto on South African sanctions, is becoming less intimidated by Mr Reagan's Presidential authority.

Among Mr Reagan's strengths is that no one outside his closest circle of advisers knows how far he is prepared to go to reach an agreement with Russia on arms control. Both sides have signalled that an agreement on intermediate missiles in Europe is on the not-too-distant horizon and if the weekend talks go well some outline agreement could be signed

at the real summit which could follow in Washington. But on what Mr Shultz calls "the real pay dirt" — which in US eyes is reducing long-range strategic missiles, and for the Soviet Union means at least curbing the Strategic Defence Initiative — progress is said by US officials to be limited, and Mr Reagan is apparently obstinate in his insistence that strategic defences will help stabilise detente.

One thing is sure, however, and that is that Mr Gorbachev knows the window of opportunity for an arms agreement is closing fast. It will be closed at the latest by the time the 1988 election campaign hits top gear in late spring 1988.

One thing Mr Reagan is trying to urge on Moscow is that progress on human rights is essential to help build a coalition on Capitol Hill for any agreement he might reach. He has to reassure sceptical conservatives that he is not about to "give away the store." "It will be a cold day in Hades when I go soft on Communism," he boasted last week.

The future of the Reagan Administration's efforts to improve US-Soviet relations significantly is thus in the balance. A chilly weekend in a haunted house in Iceland will determine which way the scales tip.

The wisdom of Salomon

"Dr Doom" is demoted in the set-up at Salomon's ran one US newspaper headline this week following the surprise news that Dr Henry Kaufman, one of Wall Street's leading economic gurus, was resigning from the board and the vice-chairmanship of Salomon Inc, the parent of the New York investment banking and commodity trading giant.

Despite a rather spotty record on forecasting where US interest rates are heading, Kaufman, along with First Boston's Dr Albert Wornlow, is still one of the very few people on Wall Street who can occasionally move the markets with their prognostications. So any suggestion that one of Salomon's biggest assets was heading for the exit was being quickly denied.

Kaufman has been travelling in Europe this week — he is due to address 200 clients at London's Savoy Hotel today — and has yet to tell his side of the story. But the official line at Salomon is that the 59-year-old economist, who has been a vice-chairman since 1984, is anxious to devote his full-time energies to running the firm's 300-strong research department, said to be the largest of its kind.

In many respects this would mirror a similar move by First Boston's Wornlow, who recently removed himself from active day-to-day management of the firm.

Salomon stresses that Kaufman will continue to play a very active role in the firm and retains his seat on the executive committee of Salomon Bros, the investment bank. The change is just one of a series of moves intended to place more executive power in the hands of the group's younger managers.

Tom Strauss, 44, has been elected to join the new post of president of Salomon Bros and is being joined by two new vice-chairmen, Lewis Raxler, 39, and William Voute, 48. The board of directors has been reduced from more than 300 to 18; and its average age has

Men and Matters

fallen almost as dramatically.

There was speculation on Wall Street yesterday that perhaps Kaufman's well-known conservatism as a result of the health in the US economy had led to some friction in the upper echelons of Salomon's management team. The firm is one of the most aggressive marketers of new-fangled debt instruments in the financial markets.

There was even a rumour that the wealthy Kaufman was waiting for a call from the US Administration to help solve the country's economic problems and might even take a top job at the Federal Reserve.

The only thing that can be said with any certainty is that Salomon Bros needs Kaufman more than he needs Salomon Bros. He is an important selling point for the firm's customers.

Out of step

Racial attitudes towards the "evils" besetting South African society have become increasingly divergent. In Cape Town this week, the synd of the Nederridse Gereformeerde Sendingskerk, the Dutch Reformed Church's Coloured sister church which is headed by Dr Allan Boesak, has over-

turned a 40-year-old decision that dancing is a sin. There is no scriptural case for believing that dancing is sex play, the synod decided on a majority vote.

But while Coloured South Africans are becoming more tolerant of life's little pleasures, some whites take the view that the Devil has work for idle hands. Gift traders on the Johannesburg stock exchange have been forbidden to play backgammon and cards during trading hours. The JSE committee acknow-



"Look on the bright side — you'd have a 40-year TSB shares to pay the next gas bill anyway."

ledges that trading on the gift floor is particularly quiet but as assistant general manager, Robert Newton, puts it: "This practice detracts from the dignity of the floor and the professional status of gift trading operations."

Together again

Choosing a name for a new company can be a traumatic business.

All that poring through lists to see who has already snaffled the best ones. And working into the small hours to find the right label to impress customers and bankers too much is left. None of that seemed necessary for the former managing director of Wimpey Property Holdings, Colin Smith. All seven of his new com-

pany's board have been Wimpey people at some time. So what was he to do with all the business but Reunion Properties. Smith is the chief executive.

Nor, he insists, was it planned that almost everyone else working for Reunion has also come from Wimpey — even to the chairman, Sir Phillip Shelbourne. "They were some of the best in the business, so I asked them to join," he says.

Smith set up Wimpey's property arm in 1972 and built it to a net worth of £100m before leaving in January last year. Relations with his old firm are still cordial in spite of his recruiting drive. He remains a consultant for Wimpey on its big proposed office development at Little Britain, a prime City of London site.

Light work

One of the more spectacular sights at the world energy conference in Cannes this week was a fireworks display at the British Committee party, provided by its chairman, Sir Phillip Shelbourne. The splendour of these pyrotechnics contrasted a little sadly with the strained circumstances of Britoil, the independent oil company of which Shelbourne is chairman.

As the last display stars cascaded into the Mediterranean, one guest remarked: "I think I counted 700 explosions — one for each of the employees which Britoil was obliged to make redundant this autumn."

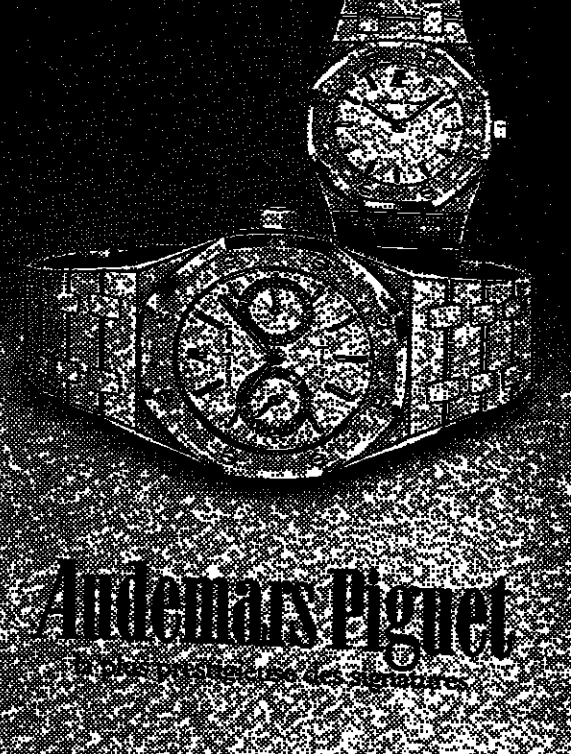
Night shift

The US investment banks are notoriously good at making their London employees sweat for those telephone digit salaries. Some banks proscribe long lunches, others ban employees from living more than half an hour away from the City. But was it really necessary for Chemical Bank to have briefed its architects, Whitney Mackay-Lewis, to design sleeping accommodations for its new London headquarters?

Observer

The Royal Oak

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Observer

JARUZELSKI'S AMNESTY

Polish eyes turned to the West

ANYONE WONDERING where Poland is going after General Wojciech Jaruzelski's amnesty for political prisoners may care to reflect on the experience of a young Warsaw academic last week.

Coming down to his car in the morning he found all four tyres had been pierced by long thin pins. A few days before he had given lifts to Father Teofil Bogucki, the fiery parish priest in the shrine to Father Jerzy Popieluszko murdered by security police two years ago.

That very day the academic was due to drive a top Solidarity adviser busy planning his second round's next move. It seems fair to assume that it was a plainclothes security man who wielded the pin.

The form of harassment is a throwback to the 1970s when the then party leader, Mr Edward Giersek — busy piling up Poland's debt to the West, now approaching \$80bn — decided that he could not afford the western censure which would attach to the holding of political prisoners.

He opted instead for harassment of the then weak opposition, but stopped short of putting its leaders in jail.

Now with the Solidarity activists at liberty and little sign that they will be given a political role to play, the authorities seem fated to try and contain the opposition by the same methods. "It works until discontent begins to grow into a wave of current," says one oppositionist, "but it is contained."

The decision to free all the Solidarity leaders last month, even those like Mr Zbigniew Brzezinski who were detained, came after General Jaruzelski returned from a holiday break in the Soviet Union. No doubt he discussed the move with Mr Mikhail Gorbachev and won his approval.

In an echo of the 1970s, the amnesty, then the improving relations with the West and prompting a resumed flow of Western government-guaranteed credit.

The amnesty provoked a flurry of excitement both inside the establishment and the Opposition. In both camps it was felt that a significant liberalisation was around the corner.

Almost a month later that conviction is waning. A seven-man national council set up by Solidarity's members are recently freed Solidarity leaders and it is designed to work openly to revive the movement — has been declared illegal by the authorities.

They have reacted negatively to initiatives by moderate like Mr Lech Walesa, still the unquestioned leader of the movement, who feel that Solidarity should work independently of the authorities to solve the country's most pressing problems, but without necessarily getting into a confrontation with the Government.

The economy, the environment, technological decline are all areas where they think some

By Christopher Bobinski in Warsaw

form of informal co-operation is possible. Mr Jacek Kuron, a veteran dissident supports this line.

He warns Solidarity against "calling for price rises, and an end to price rises. That way we will lose credibility."

Both Mr Kuron and Mr Walesa would agree that the next step should be an appeal to their supporters to get more involved in officially sanctioned activities like workers' co-management committees in industry and housing co-operatives. ad hoc groups could be set up to combat alcoholism or drug abuse.

All this, they argue, is vital to breaking through the general apathy and pessimistic mood — also one of the barriers to economic recovery.

Already Mr Walesa has written to President Reagan to request his appeal for a lifting of remaining US economic restrictions on Poland, arguing for most favoured nation treatment to be reintroduced and for the banks to provide new credit. But this kind of indirect support embarrasses the authorities. The Soviet media last week attacked the new Solidarity

initiative, signalling that there are to be no further concessions to the opposition, and no compromises.

The present situation can be maintained as long as the population en masse continues to reject the level of active protest which occurred in August 1980. This does not mean that sporadic strikes do not occur. Working class families, hard pressed by an inflation rate running at nearly 18 per cent, are intent on keeping wages growth in line.

A growing cause of shop floor discontent in those sectors where productivity schemes are in force is shortages of raw materials which halt production and hit earnings. Subsequent protest stoppages are usually resolved by the Government coming up with additional funds to placate the strikers.

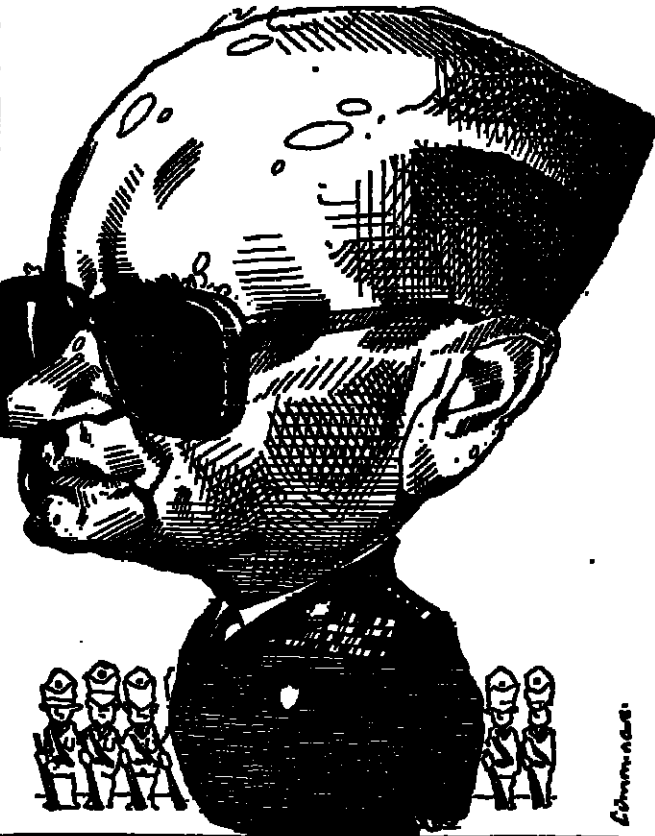
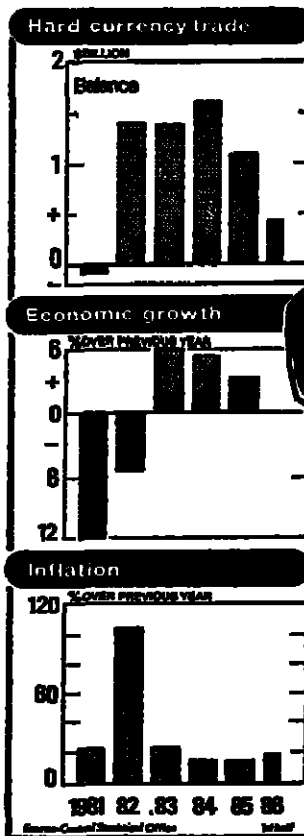
The key to ending off the threat of widespread unrest is an improvement in the economy. A series of good harvests has boosted agricultural production and eased the payments situation because of lower grain imports. It has also emboldened the authorities once again to permit free market sales in parallel with the chronically depleted state shops. Fruit and vegetables, where the state intervenes least, are as ever abundant.

The problems, however, lie with industry and the construction sector. At last July's party congress, Mr Jaruzelski outlined his view of the solution: an additional boost to the decentralising, market-oriented reforms decreed in 1982 and implemented, with varying results, since.

Poland's creditors — the Western banks and governments — are looking to the reform to produce an improvement in hard currency earnings sufficient to service the \$32bn debt.

Since 1981, when Poland suspended debt service payments and asked for a rescheduling of its commitments, the banks have provided no new credits. But they have provided Warsaw for fulfilling the new, negotiated payment schedule.

The western governments, which hold some two thirds of Poland's external debt, are talking in protest against martial law in 1981 and only returned to negotiations three years



later. The talks are still dropping. The governments, too, have been loath to provide new credits seeing little in Poland's economic situation to denote any permanent improvement.

Also the governments were linking progress on the issue to the freeing of political prisoners. However, despite the amnesty and talk of speeding up reform, the cautious mood among bankers and government officials persists, especially as Poland's payments problems this year could mean further requests for more debt relief.

Here the IMF, which Poland recently rejoined, could play a role and Mr Baryla Samojlik, the new Polish Finance Minister, has said that the Fund is ready to accommodate some of his country's needs in the next financial year.

But the IMF, too, is watching the progress of the reform with interest. The problems of implementing reform lie, however, with the intense conservatism of the bureaucracy and the structure of an economy still orientated to heavy industry and export.

The signal that progress on implementing the reform is vital has come most clearly from this year's hard currency export figures. After the first eight months, the hard currency trade surplus amounted to \$493m.

That compares with a surplus of \$600m at the same time last year which in any case was behind target and which resulted in a missed debt service payment, and this year's target of \$1.5bn.

The slippage in the first eight months has come from sales of the major commodities and fuels, which traditionally have underpinned Poland's earnings. The volume of coal sales is down by 15 per cent, silver by 17 per cent, sulphur 22 per cent and copper 25 per cent. Agricultural sales fell victim to the post-Chernobyl EEC restrictions and fell by a fifth in volume.

Meanwhile sales of machinery and other manufactured goods are failing to grow by as much as they should if the country is to earn the surpluses needed to service the debt through to 1990 and beyond.

In the short term, the economy needs new credits to finance the replacement of machinery and meet a shortage of components and raw materials.

But, at the same time, the reform has failed to produce more aggressive and adaptable exporters. Continuing shortages at home make the domestic market an easy proposition for producers and provide an alibi for a bureaucracy severely jealous of its power to renege on contracts over companies and maintain rationing.

Under such a scenario, another major crisis could scarcely be avoided.

economists and even some officials have redoubled their calls for action to balance supply and demand by increasing prices.

So far there have been no clear decisions on this issue. Senior party officials continue to tell party meetings that the country must decide whether it wants lower prices and a longer period of emergence from the crisis or a tougher, shorter period of recovery.

Meanwhile the much vaunted official commission set up to look at management structures, which raised hopes that it might embark on a reform of the central administration, seems likely to fall victim to the very bureaucracy it is designed to restructure.

Having freed the prisoners, General Jaruzelski now faces the challenge of securing an improvement in the economy and that means getting the reform moving.

It is still very much an open question as to whether he has the political will to neutralise conservative bureaucrats or indeed the vested interests of many workers. The alternative is a period of muddling through while the economy sinks back into its traditional centralised model and living conditions stagnate, leaving the security police to contain the population's hopes for greater political rights.

Under such a scenario, another major crisis could scarcely be avoided.

Lombard

Private profits, public costs

By John Plender

IF THIS progressive liberalisation of the world's capital markets has an economic and social justification, it lies in efficiency. But how efficient do we really need our markets to be?

As the volume of transactions in the global securities markets increases inexorably, corporate treasurers become more and more excited at the scope for reducing the average cost of their liabilities through myriad forms of arbitrage. Indeed these fractional cuts in the cost of capital seem to generate more excitement nowadays than the additions to earnings and assets that come from more straightforward

diagnosis. When it comes to investing in equities across national boundaries, fund managers appear relatively unconcerned about the rights and responsibilities of equity ownership. Hence the proliferation of non-voting shares, for example, in the Euro-equity market. At home, there are still plenty of professional investors who believe that the answer to poor industrial performance is to sell their shares to other investors through the market or to a predatory takeover merchant. Yet as Keynes pointed out, liquidity for the individual investor is an illusion where the assets of society as a whole are concerned.

This is surely unhealthy. And it is interesting to see that Mr David Walker, an executive director of the Bank of England who has been closely associated with the initial move to deregulate the Stock Exchange in London, has been raising what he calls questions of perspective about the global equity markets in a recent speech to the Group of 30.

After teasing his audience with the fact that the developed economies with the most active capital markets appear to have performed less well than West Germany and Japan over the past quarter century, and pointing to the regulatory and systemic risks that stem from the internationalisation of the markets, Mr Walker highlighted a change in the relationship between investors and companies. Just as increased competition in banking has tended to undermine the relationship between banker and borrower, so liberalisation in capital markets tends to weaken the relationship between institutional investors and companies.

This reinforces a bias towards short term performance and deal-making, and the bias in the markets ultimately forces corporate boards to become more deal-oriented themselves, with dismal implications for organic growth. In short, there is a divergence between the interest of market practitioners and the economy as a whole, between private profit and public cost.

It is easy to agree with the

Mr Walker argues that there is little that the regulators can do, apart from drawing attention to the problem.

The more interesting question is how far the investment institutions can change their habits to focus on real growth, as opposed to short-term performance figures. For the notion that they invariably have the collective wisdom to sell out of poorly managed companies in time, leaving private or foreign investors to carry the can, does not bear examination. Nor do more than a minority of takeovers improve corporate performance, if anecdotal evidence in merchant banking parlours is anything to go by. The real beneficiaries are the managers, whose pay goes up with enlarged responsibility, and their City advisers.

One helpful development would be for the institutions to take a more direct interest in top management remuneration. They could also play a more active part in setting accounting standards. The exceptionally lax merger accounting requirements in Britain do not require shares to be valued at market prices when issued; nor do they make the valuation of the assets acquired compulsory. This heavily reinforces the bias towards takeovers and makes the result impossible to assess.

The institutions have tended in the past to leave such things to the brokers' analysts. With the volume — and impartiality — of the market likely to decline after Big Bang, they would do well to step up their interest.

An absence of strategy

From Mr J. Mirzahi
Sir—Your editorial (October 8) entitled "An absence of strategy" is misleading.

Quite rightly, the prevailing circumstances of dollar weakness and disinflation, official money supply targeting has been put on the backburner.

Much more official emphasis is being placed on real interest rates as an indicator of domestic monetary tightness and the 4 1/2 rate as an indicator of domestic currency vulnerability.

The hard fact is that our real interest rates, however defined, are among the highest in the world. Also, the dollar's currency in which the bulk of our imports is denominated — has remained relatively stable against sterling, thereby minimising the risk of imported inflation. Providing it is not precipitous, sterling weakness against the D-Mark is welcome, in that it is, in effect, a relatively non-inflationary stimulus to domestic output.

This is not to suggest that there are no domestic economic problems. Pockets of inflation do exist (viz wage awards, home prices, the car market, etc.) but, in the prevailing disinflationary climate and at a time when nominal (GNP) growth is underfooting official targets, these anomalies are nowhere as significant as your editorial would have us believe.

Jeffrey Mirzahi,
(Chief Economist),
Security HHS,
20 St Thomas Street, SEL

Early closing market days

From the Chairman,
London Commodity Exchange
and the Chief Executive,
International Petroleum
Exchange

Sir—It is a pity that Mr V. A. Harrison (October 7) should choose to raise the issue in your columns of the closing procedure on certain London markets without checking his facts with those markets first.

In the case of IPE, the new closing procedure was introduced because the IPE intended, and now has introduced, additional contracts to trade on the same floor, which would make it impracticable for the previous call chairman system (which was designed to accommodate a single contract on a unique floor) to operate effectively. Similar considerations apply to the LCE contracts which will be traded on one floor with more contracts in the Commodity Quay over Easter 1987.

It is also somewhat surprising that an apparently experienced futures trader such as Mr Harrison should be unaware of the

Letters to the Editor

closing procedures in the United States markets. They close all months simultaneously on a bell and, therefore have less flexibility in terms of closing procedure than that operated on either the IPE or the LCE coffee market.

Mr Harrison is at least correct on one account. Both the LCE and the IPE are intent on providing a better service and encouraging new business to London. Indeed, the LCE coffee contract has had a growth in turnover this year of some 90 per cent over last year. Both exchanges keep their procedures under review to ensure that they are able to meet the needs of a modernised market place.

The new closing procedures were introduced on an experimental basis following lengthy consultations with member firms and that experimental period ended some months ago without any adverse reactions.

Saxon Tate and Peter Wildblood,
38 Mark Lane, E.C3.

Creating extra employment

From Dr L. McClements
Sir—Mr Fry (October 1) can justifiably criticise the employment created by Business Expansion Scheme companies.

From a national standpoint however it is the additional UK employment which is important. BES companies may be quicker to identify market opportunities. Consider a 150 employee residential property enterprise which begins one year earlier than under normal conditions. This only contributes 150 employment years rather than 150 times the life of the company. The residential property market may be adequately supplied already — the 150 "new" employment years will displace some existing employment.

BES employment in traded goods and services is more likely to be additional. Increased production of tradables (which probably includes many high technology products) will tend to displace imports as well as existing domestic supplies. In the case of non-tradables like hotels, pubs and restaurants it will be largely domestic employment which is displaced.

We also need to consider what would happen if the BES tax relief was retained by the Treasury. It might be used to reduce the overall tax burden allowing taxpayers to spend

more on domestic goods and services. Alternatively, the same result could arise from increased Government expenditure. In either case the retained BES tax relief produces some employment. This would need to be offset against BES company employment.

(Dr) Leslie McClements,
Greenlee,
Golf Road,
Helen's Bay,
Bangor, NI.

Contingency fees

From Mr S. Crossick
Sir—In his column addressed to me (Sept 18), Dr Hermann proposed a number of interesting solutions for the contingency fee system, none of them tampering with the rule that unsuccessful litigants pay the fees of successful ones. May I offer another one?

The legal profession should set up a fund to offer representation on a contingency fee basis. The fund would employ lawyers at reduced fees but not contingently. The fund would also pay the costs if it lost.

Of course, the encouragement of legal expenses insurance is another way of increasing access to justice.

Dr Hermann asks, were I acting for Movitz on a contingency fee basis, would I not do all in my power to settle the case without a 71-day hearing. The answer must be yes. He is right to draw attention to these long English trials which must be shortened — as Mr Justice Wood said last year in *R v Attorney General ex parte JCL*.

It is striking that an English court hearing often takes several weeks, whereas the European Court of Justice in Luxembourg rarely takes more than one day.

Stanley Crossick,
118-128 Avenue de Cortenberg,
1040 Brussels

Participation in SDI research

From the Director General,
Strategic Defence Initiative
Participation Office

Sir—I have read with interest Peter Marsh's report (October 3) of the results of an informal Financial Times poll of the prospects for British participation in the US SDI research programme.

These prospects over, say, the next year or so. My expectations for the potential success of British industry and research bodies are higher, in terms of value of business, than will be.

What concerns me is that you report that about half of the companies who responded to the questionnaire expressed "dissatisfaction or uncertainty" with the Ministry of Defence's help in securing SDI research business from the US. Since the prime function of the SDI participation office in the Ministry of Defence is to promote a programme of British participation in the US SDI research programme, it would be failing its responsibilities if it did not assist British companies and research organisations in their efforts to obtain business. May I request any who feel that we have an industry and not really effective service to get in touch with me and explain what the problem is; I undertake to do something about it.

(Dr) S. Crossick,
Ministry of Defence,
Northumberland House,
Northumberland Avenue, WC2.

Investors and risks

From the Managing Director,
Abbey Unit Trust Managers

Sir—I refer to Eric Short's article (October 1) under the heading "Unit trusts deeply divided on DTI". I am pleased that article is entitled that way, for example, we and M & G take very different positions relating to commodity funds.

In reality, I think our positions are much closer than was suggested. In our submission to the DTI we made it clear that we did not think that property or commodity/futures schemes should be freely marketable in the same way as other types of scheme, in view respectively of their inherent illiquidity and speculative nature. In this context we expressed disappointment at the apparent demise of restricted unit trusts which were fore-shadowed in the January 1985 White Paper which outlined much tighter marketing constraints for them than for "authorised" unit trusts. Using the White Paper definitions we are in agreement with M & G that such funds should not be freely promoted to the public as authorised unit trusts.

Having made the point about the need for adequate safeguards, we can see little argument for excluding different types of fund from regulation as a collective investment scheme; rather than exposing investors to new risks, their inclusion would at least ensure that the marketing and investment of such schemes were properly regulated.

D. G. Glasgow,
50 Holdenhurst Road,
Rougemount House

PLESSEY HOTLINE PLESSEY

World's first wristwatch visual pager

For the Receiver, the world's first personal watch communication terminal, only Plessey had the ingenuity to design all the subtle requirements on a single integrated circuit.

The Receiver is being developed by AIT&L Laboratories of Oregon, USA. It will receive messages anywhere in the world where the Receiver service is provided.

Extremely sophisticated electronics receive, detect, decode and display messages transmitted on FM frequencies. A full alphanumeric display can show messages such as 'Call home' or 'Call 79336251'.

TIME ZONES

By using a synchronous adjustable time slot, data contained in the local transmission will keep the displayed time extremely accurate, and automatically correct it across time zones.

Messages to the Receiver wearer will be telephoned to an operator who then transmits them to the appropriate FM radio station. The station then broadcasts the information on an FM sub-channel signal to the watch, which is equipped with a wrist-band antenna.

The transmission triggers a signal on the watch to tell the wearer that messages is waiting to be displayed when he presses a button.

AIT&L chose Plessey to supply the Receiver's integrated circuits because of their systems expertise, design skills and process technology.

Because of the size restrictions of the Receiver system and the performance required, highly specialised help was made available by the Plessey Electronics Systems Research Group at Roke Manor, who hold numerous patents in radio techniques.

Optical fibre system sales in the USA

Strömberg-Carlson, the Plessey subsidiary in the USA, has made the first sale of its System 140 transmission equipment to telephone companies in Virginia and Iowa.

In Virginia, a Strömberg-Carlson 140 megabits per second lightwave link will provide Continental Telephone Company with a 12-mile fibre optic transmission route between Haymarket and Arcola.

For Continental Telephone Company of Iowa, two systems will provide fibre optic transmission routes from Charlton to Promise City and Promise City to Centerville, a distance totalling 43 miles.

British Rail adds more passenger information

Plessey has won a contract to supply, install and commission a passenger information system for British Rail's Maidstone - Ashford line.

It will bring the number of stations in the Southern Region equipped by Plessey to more than sixty.

The system will provide flap-type visual indicators at larger stations and audio announcements at all the stations. Small or unmanned stations will have automatic public address announcements or special announcements relayed from adjacent stations.

PLESSEY TO MANAGE MOD ENVIRONMENTAL TEST CENTRE

Plessey has won a multi-million pound contract from the Ministry of Defence to manage Britain's largest environmental test facility.

Under a five-year contract, Plessey Assessment Services, Europe's premier independent test house, will operate the Environmental Test Centre at Foulness in Essex for the MoD.

The contract is the latest move in a series which began two years ago, when the MoD initiated a contractorisation programme for much of the work of its six Proof and Experimental Establishments and the Foulness Environmental Test Centre.

Plessey management of Foulness is the most substantial step forward in this programme so far.

The Foulness centre, principally involved in the testing of munitions, occupies over 150 acres, with more than seventy buildings containing a complete range of climatic and dynamic mechanical test facilities.

It is expected that some thirty new jobs will be created at Foulness, and at Tickfield, where Plessey Assessment Services has its headquarters.

Plessey Assessment Services recently successfully completed a contract to supply expertise for a new environmental test facility for the Royal Ordnance Explosives Division at Bishopclee, Renfrewshire.

Within a year Plessey secured full NATLAS accreditation, and commissioned and established all operational requirements.



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FINANCIAL TIMES

Friday October 10 1986

BELL'S SCOTCH WHISKY
BELL'S

Shultz fuels a credibility row

IT IS not often that a US Secretary of State quotes Winston Churchill and lands himself in a mess.

But when Mr George Shultz told reporters in New York last week that "in time of war, the truth is so precious that it must be attended by a bodyguard of lies," he unwittingly fuelled a controversy about the Administration's credibility which is still burning here in Washington.

Mr Shultz was referring to revelations about an alleged attempt by the US Government to use the American and foreign media as part of a campaign of psychological warfare against the Libyan leader, Col Muammar Gaddafi.

The alleged aim was to plant misleading stories, initially in the foreign press, suggesting that the US was about to mount a further military strike against the Libyan leader. The justification: intelligence reports suggesting that Col Gaddafi was planning a fresh bout of terrorist outrages in Europe.

The problem was twofold. US intelligence reports were not definitive about a resurgence of terrorism. Nor was there a concrete plan by the US air force or navy to follow up the raid by US bombers against Tripoli earlier this year.

And yet on August 25, a story appeared in the Wall Street Journal suggesting that the US Government was on a collision course with Col Gaddafi. The story was subsequently pronounced authoritative, but not authorised by Mr Larry Speakes, the White House spokesman. It was then repeated with varying de-

Lionel Barber in Washington traces events which led to allegations that the US Government used the media to wage psychological war on Col Gaddafi

grees of scepticism by other American newspapers.

It was only last week that the full context of these reports became clear. The Washington Post's investigative reporter, Mr Bob Woodward, revealed that the State Department had drawn up a working paper on August 6 which stated: "The goal of our near-term strategy should be to continue Gaddafi's paranoia so that he remains preoccupied, off-balance... and believes that the army and other elements in Libya are plotting against him - possibly with Soviet help. Believing that, he may increase the pressure on the (Libyan) army, which in turn may prompt a coup or an assassination attempt."

According to the Post, the reference to assassination was later deleted. But that initial State Department working paper was subsequently transformed into a National Security Council memo which talked of creating "real and illusory" events aimed at destabilising the Libyan leader.

These real and illusory events cover a multitude of tactics. Primarily the London media navy manoeuvres and military moves suggesting that the US was prepared to strike. But they also appear to have included spreading stories abroad that Col Gaddafi was mentally un-

stable and was threatened by an internal coup.

Mr Shultz and Mr Donald Regan, White House Chief of Staff, have both suggested in repeated television interviews that these were legitimate tactics against the man described by President Ronald Reagan as a "mad dog" and styled by the Administration as the architect of international terrorism.

What they have both denied is that there was a co-ordinated attempt to mislead the American press. This may at first sight appear surprising to outsiders. Are there not exceptional circumstances in which some mild lying and deception may be practised in defence of the national interest?

This was precisely what Mr Shultz was trying to say when he spoke, rather too candidly, in New York to his audience of reporters.

What Mr Shultz failed to realise was the impact of his comments on the very people he relies upon to communicate to the American public - the news media.

For several days, breast-beating editorials and polemic pieces by influential syndicated columnists have attacked the Administration for what they say was a deliberate "disinformation" campaign using the American press as weapons in the war against Col Gaddafi.

To cap this, Mr Shultz's chief spokesman and a senior State Department official, Mr Bernard Kalb, resigned on Wednesday saying that "faith in the word of America is the pulse beat of our democracy... anything that hurts America's credibility hurts America."

The timing of Mr Kalb's resignation is doubly unfortunate. Coming just three days before the summit with the Soviet leader Mr Mikhail Gorbachev, it has undermined the Administration attempt to have a smooth ride to Reykjavik in the press. It has also indirectly raised suspicion that the Administration may not be telling the whole truth about the cargo aircraft manned by Americans which was shot down last weekend in Nicaragua on a mission to supply contra rebels against the left-wing Sandinista Government.

To suggest that Mr Reagan faces a credibility crisis goes too far. His standing in the polls, for example, is of far more significance than his standing with the White House press corps who, after all, have given him a pretty easy ride during his six year presidency. A successful summit meeting with Mr Gorbachev is likely to wipe out the stories about disinformation, if only because the attention span in the US is so short.

A more lasting legacy will be the confusion sown in the minds of the allies about the Administration's policy towards Colonel Gaddafi. It is the allies, rather than the colonial, who are likely to have been put off balance by the latest revelations about disinformation.

Smug Tendency soothes seaside Tories

By John Hunt

WORRIES over the falling pound and pressure for a rise in interest rates seemed not to have filtered through to the British Conservative Party's annual conference yesterday.

The sun still shone and the waves gently lapped the shore at Bournemouth as the party faithful docilely gathered to hear Mr Nigel Lawson, the Chancellor of the Exchequer, make his keynote economic speech.

Could this really be the embattled Chancellor depicted in the media over the past few days? There he was on the platform, slightly ragged looking, but almost as bouncy as ever as he cracked jokes with fellow ministers.

Perhaps the mail coach from London had failed to get through to this elegant Victorian resort and intelligence of the anxieties in the City of London counting houses had not reached the Conservatives as they slipped their gin and tonics at the innumerable conference receptions.

But in the halcyon days of the last century, the Conservative Party, which had been the party of the landed gentry and was rapidly becoming the representative of the new industrialists, did not have the Socialists to contend with in parliament.

Labour was formed at the turn of the century at the highest working class party in Britain and gradually overtook the Liberals as the main contender for power against the Conservatives.

The tone of the proceedings was set by a notice at the entrance of the conference centre which declared: "You are now entering a smiling zone."

Obedient as ever, the delegates - or representatives as they like to be known - smiled and laughed at every quip from the rostrum and applauded anything and everything. Naturally the cynics saw this as a sure sign that beneath this frenetic good humour the party was in a worried mood.

The morning started with agriculture, that subject so dear to Tory hearts. There was, however, a sated treat with tradition.

Instead of congratulating the Government, the motion began by congratulating the farm industry for holding down food prices.

Of course Mr Michael Jopling, the bucolic and amiable Minister of Agriculture, had no objection in agreeing with these unremarkable sentiments. "I am sure the motion begins on the right note by congratulating the British farming industry on its success," he intoned.

This was immediate applause from the good yeoman stock from the broad acres of Birmingham, Manchester and the London suburbs.

The conference then moved on to employment where the motion did give a nod in the direction of Britain's 33m unemployed but was confident that the Government was following the right policies for job creation.

Here again the mood was largely one of self-congratulation. Every second speaker seemed to come from Liverpool and the spectre of Militant Tendency, the Marxist group outlawed by the Labour Party, was constantly conjured up to chill the blood of the listeners.

These right wing Liverpoolians seemed to represent the Smug Tendency. They were quite satisfied there was no alternative to the Government's realistic and responsible policies and were convinced that the Tories would win the jobs argument, at the general election.

The speakers in the debate seemed swept along on a tide of euphoria congratulating a Chancellor of the Exchequer who had achieved the miracle of getting down the rate of inflation while still managing to allow more spending on roads, hospitals and education.

Mr Lawson started his clearly-calculated speech with the kind of knock-about music hall turn at which he excels.

The Opposition Labour leader, Mr Neil Kinnock, was held up to ridicule as the man with the red rose in his buttonhole walking backwards into socialism like a penniless fellow trying to get into the cinema.

Those other well-known figures from the demography of socialism, Roy Hattersley, Michael Meacher, David Blunkett and Arthur Scargill, were also paraded out for the audience to hiss at.

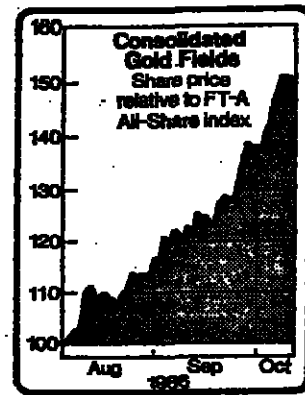
In fact more of the speech was taken up attacking Labour and the Liberal Social Democratic Alliance than on defending the Government's own record and presenting future policies.

So there we had it. Our troubles are all the fault of those rascals in the Labour Party.

His listeners loved it and gave him such a prolonged standing ovation that Nigel, with uncharacteristic modesty, had to motion them to resume their seats.

THE LEX COLUMN

Tomorrow is another day



the order, hardly up to that broker's usual speed. The shares put on a further 5p to 745p yesterday as the numerous takeover possibilities were given another airing.

Aside from averaging down its purchase cost, Bell with 10 per cent of Standard is in a much stronger position than Bell with 8 per cent. A bidder for Standard would be unable compulsorily to buy out the Bell-held minority and a bidder like Lloyds would want full control of Standard in order to put the businesses together. Bell has also improved its chances of picking up some bits if Standard is eventually broken up - an event which it has not made any the less probable.

Gold Fields

What is happening at Consolidated Gold Fields? It surely cannot have been simply the promise of a dividend increase after six flat years, made in yesterday's report and accounts, that is driving up its share price. Gold Fields has tracked the sterling gold price doggedly this year, but since the end of September, when Gold Fields shed its fat dividend, it has left the metal for dead. Gold Fields rose another 25p yesterday, to 602p, for an increase of 12 per cent this week alone.

The rumour mill, which is grinding out for RIZZ as well, turned up the usual Australian bid interest. Stockbroking historians could dust off memories of the great draw down of February 1980, when De Beers brought its shareholding up to 25 per cent. Minorco now holds 28 per cent. As the sterling gold price has risen, so estimates of break-up value have climbed to well over £3 a share for the optimists.

Whether this week's performance can be sustained by the gold price alone is open to question. The accounts show the damage to the equity base wrought by the disposal of Gold Fields' North American industrial businesses: net debt was up at 63 per cent of diminished shareholders' funds and operating cash-flow could not quite cover dividends and replacement capital expenditure. However, the neat deconsolidation of Newmont's loss-making copper operations should be worth as much to earnings in a full year as £20 on the sterling gold price.

Bell/Standard

The disclosure by Bell that it was indeed the buyer of 2 per cent of Standard Chartered on Wednesday, was hardly a surprise. After all Mr Holmes & Court declared an intention to double his 8 per cent stake in Standard, as long ago as August. Until that was translated into action, though, the market was not prepared to bank on it. Standard's shares were recently around 69p, but it took Rowe & Fizan an hour to find enough sellers at 745p to fill

TSB

Every institution has learnt that it makes sense not to sell out in a dawn raid, but wait instead for a higher price. It is not yet clear whether the same investors have learnt not to buy broad new shares in a market still on a high with flotation publicity. Perhaps the fate of Abbey Life and Morgan Grenfell may have broken the addiction.

The jobs will probably open the market in the party paid TSB shares at around 9p, which sits nicely in the middle of the three prices on the traded options market. The institutions are claiming that they will turn their nose up at anything much above 9p, at which

UK banks bid to save cashless shopping

By Alan Cane in London

A BRITISH system for shopping with "electronic money" is in danger of being seriously delayed because banks are unable to agree on its method of operation.

A £40m (\$68m) pilot project planned to go ahead in three towns in 1988 is at risk, and a £500m country-wide system might be set back until the mid-1990s. It would be the third time in six years that plans to set up such a project have been hit by the banks' failure to agree a common strategy.

The scheme, known as electronic funds transfer at the point of sale - Eftpos - has been under development for nine months by a committee set up jointly by the London and Scottish clearing banks.

Top management from the banks are now holding urgent talks to try to salvage the project. Their main concern is over the effect Eftpos might have on the banks' core business, including profitable credit card transactions.

The banks are also finding it difficult to co-operate because of the intense competition between them. "They are not used to working together in marketing," one manager said this week.

Under the system, a customer would use a plastic card to pay for goods. The card would be electronically checked to make sure that it was neither lost nor stolen and that the transaction was within the customer's means. Funds would then move automatically from the customer's account at the moment of sale.

In spite of the differences over the scheme's operation, banks and retailers agree that it offers greater efficiency and security than cash, cheques or credit cards.

Detailed technical discussions are continuing between the banks in an effort to keep the project alive, although an agreement on the pilot project would have to be reached in the next month for the pilot scheme to go ahead on schedule. The scheme would involve placing 3,000 electronic terminals in shops in Southampton, Leeds and Edinburgh.

NatWest targets, Page 13

British Gas to prevent shares sold abroad from flowing back

BY IAN HAMILTON FAZEY IN ALTRINGHAM AND LUCY KELLAWAY IN LONDON

SPECIAL safeguards are being set up to ensure that British Gas shares allocated to foreign investors do not immediately flow back into the London market after the corporation has been privatised.

The UK Government is anxious to avoid a repeat performance of the British Telecom flotation, in which US investors en masse cashed in their profits, selling nearly two thirds of their shares to UK investors within the first few days of dealing.

The foreign advisers appointed to help with the British Gas sale must satisfy the Government that there will be an active local market in the shares, and may be asked to invest in the necessary marketing infrastructure. Pressure is also being put on them to find long-term investors for the shares, which may involve tapping retail as well as institutional markets.

Although the Government has yet to make an announcement on the overseas sale, it is expected that between 10 and 20 per cent of the issue will be earmarked for foreigners, depending on the level of demand in the UK. Advisers have been appointed in the US, Switzerland, Japan and Canada.

In the interests of creating and maintaining interest in British Gas abroad an education programme is underway, which exceeds in scope the foreign roadshows which preceded the Telecom float.

British Gas and its financial advisers are setting up safeguards to prevent flowback of shares into Britain from foreign markets after the corporation is privatised.

The safeguards are to allow fears that would-be British buyers will use availability of shares in Europe, Japan and the US to increase their holdings if the issue is over-subscribed in Britain.

Officially, a decision has yet to be announced by the Government to sell British Gas shares overseas at all, but foreign bankers have already been appointed to advise on the flotation in Switzerland, Japan and Canada and the US.

They are likely to have between 10 and 20 per cent of the issue to sell, depending on demand in British retail and institutional markets. To stop these shares flowing back to Britain involves a two-pronged strategy.

The first is that the government will have to be satisfied that there will be an active local market before an allocation is made. This means that the sellers will have to show willingness to sell in retail markets, as well as to institutions, and put up capital to create an appropriate marketing infrastructure.

The second prong involves educating foreign sellers in what British gas is about so that they can answer queries from potential investors with a proper under-

standing of the corporation's achievements and prospects.

Foreign banking advisers and institutions will be visiting British Gas's energy exhibition, which opened yesterday at North West Gas headquarters in Altrincham, Cheshire.

Apart from the four main foreign markets, other visitors are coming from France, the Netherlands, Belgium, Austria, Turkey, Spain, Norway, Sweden, Portugal and India.

The exhibition is for VIPs, media people, analysts, institutions and other likely opinion formers only. About 3,500 will attend over the next three weeks. Visitors walk down a meandering giant gas pipeline stuffed with "wonderful" evidence of British Gas's technological triumphs.

Each day 144 of them will be flown over the Morecambe gas field rigs from Manchester Airport nearby, although a 400 ft cloudbase wiped out yesterday's joyrides and a 1,100 scale model of the rigs in the exhibition had to suffice.

It was clear yesterday that British Gas's management is distinctly edgy about being seen in a good light. It hopes the exhibition will help, although it shot itself in the foot immediately by arranging such a tight schedule that there was no time for questions at the end of a one-sided self-congratulatory opening press conference.

Sterling rally reversed

Continued from Page 1

The Bundesbank decision to keep West Germany's discount rate at 3.5 per cent and the Lombard rate at 4.5 per cent came as no surprise after firm statements in past weeks by Mr Karl Otto Pöhl, president of the central bank.

The lack of any real agreement between Germany and the US, which has been pressing for rate cuts by the Bundesbank, at the annual meeting of the International Monetary Fund in Washington also reduced expectations of a move.

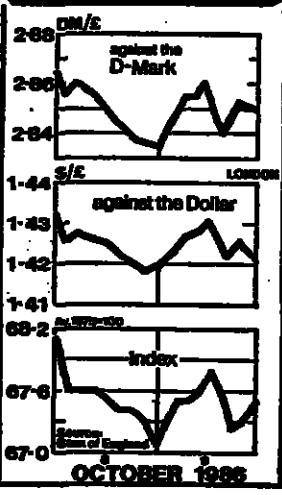
The policy-making council of the Bundesbank took its no-change decision at yesterday's fortnightly meeting in Frankfurt against the background of an accelerating money supply and the intense efforts by Germany and other European coun-

tries earlier this week to stop the dollar's decline turning into a rout.

The Bundesbank did not intervene in currency markets yesterday, however, as the dollar traded nervously to close barely above DM 2, having slipped below this level during the day.

The bank's argument against a cut in rates - on some criteria, such as money supply, an increase might be indicated - is supported by the federal Government in Bonn. Central bank money stock has been growing at a yearly rate of over 7 per cent against a target of 3.5 to 5.5 per cent. It is set to overshoot the target for the full year for the first time since Mr Pöhl took office in 1980.

STERLING



World Weather

Table with columns for location, temperature, and weather conditions for various global locations.

Lawson inflation pledge

Continued from Page 1

with a warm standing ovation. It also reflected the generally passive and self-confident tone of the week. The British Prime Minister, Mrs Margaret Thatcher will seek to build on this mood in her major speech this afternoon, in not only attacking the opposition parties, particularly over defence policy but in also presenting the Tories as the only party with the necessary ideas for the 1990s.

This unity has also been reflected in the Cabinet over its discussions on public spending. Speaking at a fringe meeting yesterday Mr Douglas Hurd, the Home Secretary, denied suggestions of an ideological split and said there was now no longer the "philosophical blood-letting that sometimes occurred in the

past." It was not the mood of the Cabinet at the present time.

Mr Hurd reaffirmed his support for "a careful balance of improving the quality of public services and reducing the tax burden." Similarly last night Mr Chris Patten, Minister for Overseas Development, reflected the general view of ministers and said it should be possible "to make in time some modest increases in public spending and some further cuts in the tax burden."

It has been significant this week that prominent personalities have generally kept quiet. Mr Michael Heseltine, former Defence Minister yesterday offered some radical ideas at a fringe meeting.

FINANCIAL TIMES SURVEY

Management Buyouts

Last year a third of UK corporate acquisitions were management buyouts. Blue chip names are on the list of deals which have lured City institutions with the prospect of fast profits

Leap out of obscurity

An extraordinary new phenomenon is pervading all levels of British corporate life. It is the takeover of a brave few of British companies of all sizes and in sectors as diverse as toy manufacturing, timber production and information technology. It has moved in five years out of the preserve of a brave few using the technique to make last ditch rescue bids for ailing businesses to become a glamorous and fast-growing part of the takeover scene. Management buyouts last year accounted for a third of all UK corporate acquisitions, proof beyond doubt that they have leapt from obscurity to become an important part of corporate strategy. Blue chip names like Parker Pen, Vickers Shipbuilding and Engineering, Bowater Industries' UK paper making and merchandising interests, and Thorn EMI Screen Entertainment are among the 245 companies to have been taken over last year by their management teams. They have attracted the eager backing of City institutions lured by what looks like the prospect of making reasonably secure and fast profits. A record £1.5bn was spent on buy-outs last year, up from just £50m in 1981—and the first six months of 1986 have seen £710m raised for 140 deals according to a recent study by the Centre for Management Buyouts Research at the University of Nottingham. The size of the buy-outs too has shown a spectacular rise:

By William Dawkins

The UK record at the time of writing is the £173m takeover completed in August last year of Mardon Packaging, now renamed Lewson Mardon. According to the Nottingham centre, the average buyouts has risen in purchase value from £500,000 to £4m since the turn of the decade, with 33 deals last year at prices of more than 15m. The flow of larger deals has, however, thinned recently as high stock market values and the general euphoria of a booming merger and acquisitions market has driven prices beyond the reach of management consortia. Ironically, the huge sums being mobilised for specialist buyout funds also played their part by fuelling vendors' price expectations. Nevertheless, experts believe the 1986 total could be up to twice as high as the 1985 tally if prices ease. That would still be puny compared with the more developed US buyout market, which has completed in the past 12 months several huge leveraged takeovers like the \$4.2bn purchase of Sateway Stores and the \$3.5bn acquisition of Macy's, the department store chain. Leverage refers to the technique of raising debt to finance an acquisition, secured on the assets of the company itself. In this way the management team can put up a small portion of the overall purchase price, but still end up with a significant share of the equity. Leveraged and management buyouts are usually—though not always—the same thing, though leveraged bids can also be mounted by outside predators. But in spite of the differences in size and vocabulary, the buy-out boom on both sides of the Atlantic is being kindled by similar forces. After years of growth through acquisition, given fresh impetus by the present wave of mergers, many conglomerates are now looking to rationalise by riding themselves of noncore businesses. They argue that in increasingly global and fast moving markets, it makes sense to concentrate all their resources on mainstream activities. Last year, 80 per cent of UK buyouts arose from planned corporate restructuring, the Nottingham centre says. A classic example is last year's £20m management acquisition of Mallinson-Denny, the timber group, after the takeover of its parent, Brook Bond, by Unilever. But Sears Holdings, the retail conglomerate, made the most intensive use of buyouts for divestment in 1985 after its acquisition of the Foster Brothers menswear chain. Sears followed that purchase with the disposals of clothing

Buy-out at Burmah company
Cassell bought by outside management consortium
Transport Minister backs buy-outs at National Bus

Managers buy into Gelco offshoot
Buyout for Thorn EMI division
Buy-out at First Computer
Management pays £27m for Glaxo subsidiary

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manufacturers Jessops Tailor and Brownhills Clothing for undisclosed sums in May 1986, and went on to raise £2m by selling two US retailers, Marcus Co and Hardy and Hayes to their management last November. The UK Government too has made free use of the technique as a method of privatisation for groups like the National Freight Consortium and Vickers, and is now trying hard to sell the 70 divisions of the National Bus Company to management. Managers, meanwhile, are learning to be more aggressive. They are being spurred on by the fortunes made by buyout pioneers who have become millionaires through floating their recently bought-out businesses on the stock market, sometimes as little as 18 months after the acquisition. One venture capital alone, CIN Industrial Investments, the unquoted equity arm of the National Coal Board pension funds, claims to have helped to create 24 millionaires through its funding of 14 buy-outs.

Mr Charles Gonszor, head of Citicorp Venture Capital's buy-out unit, explains: "It is a cultural change. There is a growing awareness among UK senior managers that there are opportunities to purchase the company they have run for a number of years, and in the process achieve a reasonable level of affluence." His competitor, Mr Michael Stoddart, chairman of Electra Investment Trust which runs a £280m buyout pool with Candover Investments, adds: "More people are realising that a management buyout can be a good way of selling a company. This is becoming a way of life that we will see getting even more established over the next three or four years." The buyout boom would not be possible without the speed with which bodies like Candover, Electra and Citicorp have mobilised funds on a scale unprecedented in the development capital market. The three top specialist buyout funds alone account for £500m and accountants Spicer and Pegler recently estimated that £5bn of City finance would be available for buyouts by next year. For banks, the buyout phenomenon represents a welcome opportunity to rebuild industrial loan portfolios after having burnt their fingers over Third World sovereign debts. US commercial banks in particular are using the leveraging skills they have learned at home to muscle into the London buyout market. This is a good way, some of them privately admit, to get a foot in the door of an otherwise restricted UK corporate finance scene. Big US banks active, or preparing to be active, in UK buyouts include Citicorp, Manufacturers Hanover, First Boston, Bankers Trust and Security Pacific. Venture capitalists have at the same time been attracted by what they see as a kind of deal that provides a supply of dependable established companies to counterbalance riskier early stage investments in their portfolios and provide quick performance. They have seen how buyout successes like Wardle Storeys, the plastics group, Westbury Homes or Melrose have gone quickly to the stock market at valuations many times their original purchase prices and now want to repeat those gains on a larger scale. Most venture capital groups, however, are too small to take on big buyouts alone, so the growing size of the market has encouraged them to form syndicates, incidentally a strong feature of US venture capital. "I have never known the venture and development capital market as co-operative as it is now. After all, you can't just take on a £80m deal on your own," says Mr Robert Smith, managing director of Charterhouse Development Capital, which is believed to be putting together a £100m buyout fund. Most specialist funds provide straight equity capital, but another feature of the UK market's growth has been the increasing availability of so-called mezzanine finance, involving a hybrid range of funding

instruments somewhere on a wide spectrum between equity and debt. Most active in this field are St. Praventure and the Prudential Insurance Company of America. "One of the things we are likely to see," says Richard Gwiltmore, general manager of Praventure, "is a greater willingness to provide mezzanine finance in larger deals, where you have the protection of being able to start selling off subsidiaries if things go wrong. That is not so easy in smaller deals, where there is likely to be less asset backing." The proponents of buy-outs argue that management acquisitions have tended to perform well because the experience of being liberated from parental restrictions inspires managers to perform better. "It is a basic human instinct," says Electra's Mr Stoddart. "If you suddenly find you are working for yourself and making a lot of money, you think as an owner"

Continued on next Page



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MANAGEMENT BUYOUTS 2

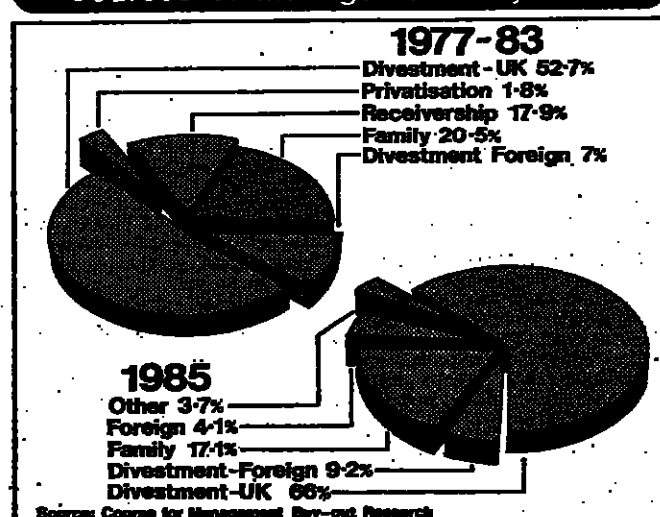


The Candover Investments team: (left to right) Stephen Curran, Roger Brooke and Peter Wireford.

The Investors

Funds stretched to find deals

Sources of Management Buy outs



illustrations of the speed with which successful buyouts can return huge rewards to their backers came earlier this year with the flotation of Westbury, a leading housebuilder. Its offer for sale in April valued the company at £39.2m, just over a year after 3i and Prudentia led a management takeover for £12m. The takeover, a success like the Wattle Stores plastics business, Instem in electronics and DPCE in computer maintenance have given buyouts a reputation as the gold mines of venture capital, even if the durability of that reputation has yet to be tested in a severe stock market downturn.

"The big attraction for us is that—unlike many other unquoted investments—you generally have a management team that is well versed in the way that the business is run. You also have the opportunity to change the management which you cannot do with a start-up unless you want to risk destroying it," says Mr Stephen Bloomfield, a director of CIN Industries. "The uncertainty, volatility of the National Coal pension funds, which recently launched a \$60m buy-out fund.

"There is generally a stream of income to be tapped, you can often float in a short time; and if not there is the comfort of the potential of selling on to a trade buyer."

For venture capital investors, the buyout craze could not have been timed more helpfully. Many risk funds have come through a feverish few years of investment activity to end up with portfolios loaded with cash-hungry, early-stage ventures that demand a great deal of management time. Now they are only too glad to invest in older, less risky companies that offer the prospect of both steady income and a fast capital gain.

"It means we can move from high-risk, high-return deals to medium-risk, high-return deals," says one venture fund manager, only semi-flippantly. According to 3i, the average failure rate for small buyouts is just 14 per cent, much lower than for other kinds of venture capital investments. The death rate for large buyouts, involving investments of more than £150,000 is even better, at a mere 4 per cent, says 3i.

How long that good record will last, however, is another matter. Critics point out that some of the more heavily borrowed buyouts could be painfully vulnerable if a rise in interest rates should coincide with an industrial downturn: a risk which in the past year has evoked cautious poises from the Bank of England.

William Dawkins

"MBO, EBO, MBI, LBO?"
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An important stimulant for the buyout boom has been the unprecedented amount of institutional cash set aside to help management teams bid for independence. As little as five years ago, anybody looking for equity backing for a buyout was restricted to two main choices: 3i, which reckons to have put up more than £200m for management acquisitions so far, or Candover Investments, the small specialist group launched by Mr Roger Brooke in 1981.

Now the choice of funds available for management takeovers seems endless, with hardly a month going by without the announcement of another new vehicle keen to do deals. The last 18 months alone has seen the establishment of around a dozen dedicated buyout funds.

The largest of them, the Electra Candover Direct Investment Plan has received subscriptions totalling £280m, which would easily overtake 3i's record if fully invested. "Take into account the fact that most buy-outs need to be done in three times as much as their equity bases to make the transaction possible, and the latest funds represent a combined firepower of nearly £3bn.

That does not include the sums invested regularly in this long-established but fast-growing phenomenon by the 40 or so smaller institutions in the field. Nor does it include the cash available from other groups not specifically involved in buy-outs, like venture capitalists, which last year put a record 40 per cent of their £200m UK investment into such deals.

Underneath all the enthusiasm, however, several experts doubt whether there are really enough backable deals available to absorb all that cash. The problem is not so much the supply, as the price being demanded by vendors.

"Prices are getting very high and that means that there has to be a very high rejection rate," says Mr Michael Stoddart, chairman of Electra Investment Trust, which had not at the time of writing made a single investment from its joint buyout pool with Candover.

The pair has looked at about 20 propositions conforming to their requirement for an equity content of at least £10m, but decided not to back them.

"To some extent, hopeful investors like Electra Candover and most—though not all—of its competitors are suffering from

the market's eagerness to get a slice of this action. The volume of cash available for buyouts means that vendors can afford to be choosy. And the new generation of strategic buyouts demand far higher prices than was the case when the typical management takeover involved subsidiaries of groups in trouble or family companies with succession problems.

Other factors driving the recent rise in buyout prices include climbing stock market values, which have forced fully-valued vendors to seek disposals only when they can be made at price/earnings ratios similar to their own, and the unfortunate tendency of larger buyout attempts to attract outside bids before they can be consummated.

The prime example is the food and beverages division of Cadbury Schweppes, where the buyout consortium was forced last spring to raise its offer from £85.5m to £97m after Allied Lyons came in with a £100m bid.

All this means that institutional investors, who are the real buyers in most management takeovers, are getting increasingly stretched to find deals, at least at the larger end, that have a hope of providing the 30 per cent annual return which most are looking for.

"All it means is that we do not have the money down and have the embarrassment of returning a large-interest income to our shareholders," admits Mr Jon

Moulton, managing partner of Schroder Ventures, which has only spent £4m so far of the £20m buy-out fund it launched last October.

The rule of thumb he uses to determine whether a buyout is suitable for investment is based on the relationship between the price/earnings multiple and debt payments.

"If the buyout is going at 10 times pre-tax earnings, that means you can afford to pay up to 10 per cent of the purchase price annually in interest. Any more than that, and it is unlikely to work," explains Mr Moulton.

Not all investors have been strapped for what is known in buyout jargon as deal flows. Citicorp Venture Capital, for instance, has funded 16 deals with a combined value of £150m this year. The group is something of a special case because it has been able to use its US background to consummate several deals with American interests outside the vagaries of the UK market.

They include the £90m purchase of the trailer company TIP-Europe from Geico, the US container leasing and transport group, and the £20m acquisition of Technitron, the European instrumentation offshoot of Dynser Corporation.

Yet the present temporary lull in large UK buyouts has done little to dampen institutional investors' eagerness to get into the next deal. Their appetites are being whetted by the growing number of recently achieved buy-outs to float profitably on the stock market.

According to the research consultancy Venture Economics, 11 former buyouts achieved flotations by the end of August, up from nine in the whole of last year.

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Continued from previous page

and your attitudes become rather sharper."

More cynical observers, however, question how much of the spectacular growth logged by recent buyouts comes from real trading improvements or from artificial factors like the removal of central management charges and reductions in borrowings through post buy-out asset sales.

"How many of them are going to produce real fundamental growth that would not have occurred previously has yet to be proved," says Mr Robin Hodgson, managing director of Granville and Co, which runs a £10m fund for smaller buyouts. And independence does not necessarily transform managers into world beaters, as underlined last month when National Telephones, a privately owned producer of telephone exchanges, paid just £2.2m for Ansafone, a fraction of the £12.5m paid for the telephone answering machine producer in management buyout five years ago. Ansafone had proved unequal to low-price competition sucked in by the liberalisation of the UK telecommunications industry.

Others fear that some of the more heavily borrowed buyouts could prove uncomfortably vulnerable to interest rate rises and, under so much pressure

from debt repayments that they risk ignoring important long-term issues. Debt gearing of three or four times the equity base is not unusual among those deals willing to make public their balance sheets—and the issue of prudence is bound to get all the more pertinent as buyout prices continue to come under pressure at the larger end.

Mr Ewen Macpherson, director of 3i's City office, warns: "If prices get driven up, rates of return will almost certainly get driven down unless you put in horrifically high debt levels, which make the whole thing look unsound." That is why some of the more cautious buyout funds are increasingly prepared to see deals go to trade buyers rather than invest themselves. After all, institutional investors need to be their profit sometime, usually through a stock market flotation—and the receptiveness of the new issues market two to three years from now is anybody's guess.

"To some extent, there is a good deal of keeping your powder dry," says Mr Roger Brooke, chief executive of Candover Investments, explaining why his joint fund with Electra had yet to make a single investment. "Our main chance will be when the market falls out of bed," he adds. "Then we will be the only source of cash for these deals."

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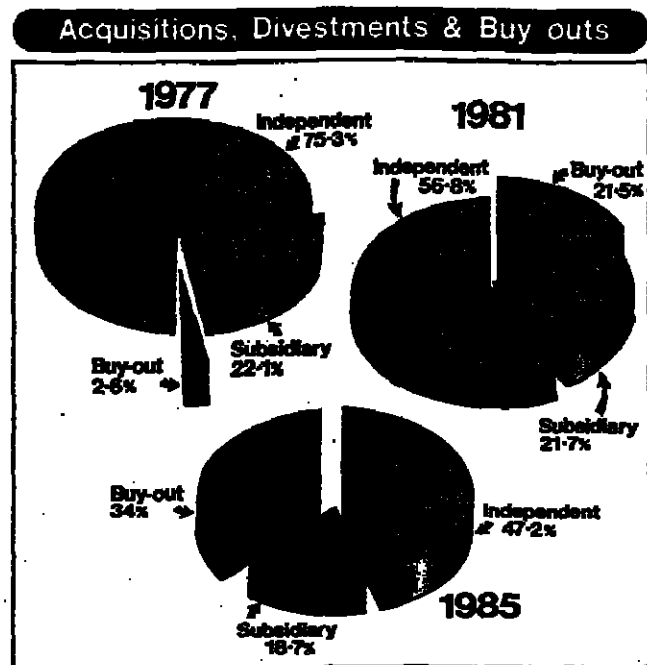
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MANAGEMENT BUYOUTS 3



The growing role of buyouts in the UK and some of the major players: founder Robert Smith of Charterhouse Development Capital (far left); and managers Paul Judge, of Premier Brands (formerly in Cadbury Schweppes), and Lord Deffont (right), at the flotation of his First Leisure (formerly in Trust House Forte).



The UK Scene

New generation of giant deals hungry for cash flows

LIKE SO many other developments in British venture capital, the recent explosion in management buyouts takes much of its inspiration from the US. That is not to say, however, that they are an entirely new phenomenon, nor that they belong exclusively to the high-risk preserve of the venture capital industry. Smaller deals have been arranged quietly for years by some of the older venture capital providers, most notably 3i, which has financed roughly 600 buyouts over the past nine years, which it reckons to be more than half the total.

Until two years ago, the run-of-the-mill British buyout typically included the disposal of troubled subsidiaries by disillusioned parents; rescues from the receiver, such as the £12m acquisition of Stone International engineering group from the defunct Stone Platt in 1982; or family companies using buyouts to pass ownership to the next generation.

Deals like that are still expanding fast, in line with the general mushrooming of management teams buying their way to independence. But they have been overshadowed in the UK by a new generation of buyouts being mounted on a scale which would have been thought impossible a few years ago.

The new style of buyout, as typified by such substantial businesses as Vickers Shipbuilding and Engineering, Premier Brands (formerly Cadbury Schweppes) food and beverages division, and Lawson Macdon packaging group, are different in character as well as size from their predecessor.

The older generation of small management takeovers tended to take place at a discount to assets, which meant that they had little need of what US practitioners call leverage. This is the principle whereby management teams borrow heavily against the value of the business cheaply, but also pragmatically,

they are about to acquire, with the idea of reducing debt later from cash flow or new disposals.

That is why the new generation of British buyout has tended to embrace cash-generative businesses in fairly mature industries like housebuilding, engineering, packaging or food. It is also why the financial skills needed to bring them off have more to do with corporate finance than venture capital.

"To be honest," says one risk capitalist, "these days we are talking more about institutional buyouts than management buyouts."

The first proof that large buyouts could be made to work came in early 1982 with the £23.5m purchase of the National Freight Consortium by management and staff. By last spring, the value of their shares had climbed from £1 to £27, adding fuel to criticisms that the Government sold the group far too cheaply, but also pragmatically,

the rewards available to shareholders in a successful buyout. Later in 1982, British buyouts stepped into showbusiness with the £37.5m takeover of First Leisure, Trust House Forte's leisure interests, by a team led by Lord Deffont. After a stock market flotation just over a year later, the group is now valued at £53m. This is not quite such a generous return as produced by the National Freight Consortium, but is further proof of the money to be made from this kind of deal.

However, the ball was really set rolling by a clutch of smaller buyouts, like the DPCE computer maintenance group, Wardle Storeroys in plastics, Instem Electronics, Sarasota Technology and Carborandum Abrasives, all of which have achieved flotations in the past three years relatively quickly after being bought out, and at valuations many times their original purchase prices.

But it was not until last year that the phenomenon really

took off in the UK. According to the University of Nottingham's Centre for Management Buy-out Research, 245 management teams raised £1.2bn for buyouts in 1985, a substantial increase on the previous year. The nature of the deals being done also changed from the traditional divestments of subsidiary operations by parents to embrace wider strategic objectives.

A prime example is Haden, the building and engineering group, in which the management launched a successful £55.5m counter-bid last June to beat off an unwanted approach from Trafalgar House. That was the first time that a UK buyout had been used to fight off a predator and was also the first successful management offer for a UK public company.

Haden was notably highly geared, with £80m of debt supported by just £20m of equity capital — though that is still conservative by US standards, where buyers often borrow

more than eight times their equity base.

Prudential Insurance Company of America took up all the loan stock, showing an appetite for largely unsecured debt that has yet to be exhibited to the same extent by more traditionally minded UK lenders.

A year later Haden managed significantly to reduce its borrowings by selling its building services division — representing around two-thirds of group turnover — to BICC for £44m. It also announced plans for a stock market flotation to enable institutional backers to realise their profits.

Haden's experience highlights the fact that in buoyant stock market conditions, big quoted buyouts cannot be achieved cheaply. Its own management offer had to be at a big premium to Trafalgar House's £27.2m bid. It is also revealing that last November's £50m management offer for Molins, the quoted producer of cigarette-making machinery, failed

because the group's institutional investors thought the bid too low and did not return the idea of watching Molins return to the market a few years later at a much higher price.

This is thought to have influenced the management buyout of £11.9m bid in January for Gomme Holdings, the makers of G-Plan furniture. Their 87p per share cash offer was at a 50 per cent premium to the market price.

Vendors' rising price expectations are the prime reason why the pace at which large buyouts are occurring has slackened in recent months. The year started with a promising handful of large acquisitions, like the £90m purchase of TIP-Europe, the trailer and chassis rental business; the \$100m takeover of Parker Pen; the £37m Premier Brands buyout; culminating with the £100m management takeover of Vickers in March. Since then, big company management teams have found it so

hard to produce buyout proposals that will work that few observers expect the growth in UK buyouts this year to be quite as dramatic as the 1985 explosion unless prices ease.

Mr Geoff Westmore, head of the management buyout unit at accountants Deloitte Haskins & Sells, has looked at 51 buyout proposals over the past year or so, but followed up only nine — a representative barometer of a decreasingly easy climate for large deals.

"It is very cyclical. The market has gone through a major change in the past three or four months," he says. "The big buyouts just are not happening any more."

"It is very difficult to pull out a successful business at a price which is going to be anything like in the same street as a trade buyer."

William Dawkins

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MANAGEMENT BUYOUTS 4

Scotland

Anchor for the economy and boost to morale

THE MANAGEMENT buyout means something special for Scotland. Buyouts are almost part of regional policy because of the benefits they can bring to the Scottish economy.

The relentless decline in the traditional manufacturing base of Scotland has led to an exodus of its managers. As companies have folded, merged or been taken over by larger, outside bodies, decision making has dwindled.

This huge loss of ability has sapped Scottish confidence and allowed defeatism to take hold. The historic entrepreneurial qualities of the Scots have often given way to a cowed dependence on Westminster-backed "rascals" or the initiatives of multinationals.

For those concerned with reversing this trend, increased managerial activity is today a vital element in industrial recovery. Scotland, almost more than any other region of Britain, has an identifiable economy where the impact of economic initiatives are noticed and can be measured. More managers making more decisions not only anchor more of the Scottish economy at home, they also boost morale.

"It is a useful way of repatriating decision-taking. You get a free-standing and separate management group located within Scotland. It may be a division or subsidiary of some other organisation, very often owned outside Scotland," says Prof Jack Shaw, head of Scottish Financial Enterprise, a company set up recently to promote the financial sector.

Today the buyout is seen as a real opportunity to generate indigenous companies within industries like electronics and oil. The Scottish Development Agency, the semi-official industrial promotions body would like to see management teams within the multinational electronics companies split off and form their own groups. This can also mean a readiness, in some cases, to buy the company.

The list of Scottish management buyouts is not long and lacks the growth curve of more active areas of the industrial west.

The £10.5m buyout of Exact Circuits from STC with support from 3i this year was the largest

for some time and meant that along with Prestwick Circuits, two of Britain's largest printed circuit board manufacturers are now owned and based north of the border.

Other buyouts have included Cathness Glass, Carron Stainless and Carron Steelyne, the GA Group and Eskford.

The malaise in the oil industry brought on by the fall in petroleum prices has meant US based companies in the oil supply sector have been anxious to sell off their Scottish based, North Sea operations.

Here, the planners say, are some real chances for Scotland-based managers to make a good offer to a cash-hungry parent.

It is part of the SDA's strategy in encouraging inward investment that Scottish management will be hired by US or Japanese companies and, eventually, split off to form a new company operating in a niche area. Agency managers are also interested if the opportunity arises and a parent wants to sell, to see a management buyout.

The management buyout can anchor bits of Scotland's economy but it is hardly the everyday occurrence of the south-east of Britain or the US. There have been only six or seven with values over £500,000 in the past three years.

Buyouts may be criticised as not creating any new businesses and just revitalising old ones. But in the context of a struggling economy, any positive development, even second best, is useful.

The Scottish economy is small, there are fewer businesses to be taken over and hence fewer opportunities. But the type of English or foreign-based companies that set up in Scotland are often not the ideal seed-beds for takeovers.

They may be production centres with little or no marketing or research development resources. The management of these companies might find it hard to muster the experience needed to form a viable group.

Others see a cultural problem which harks back to defeatism brought on through a generation of decline.

Prof Shaw says: "You don't, all of a sudden, create a culture



Prof. Jack Shaw, executive director, Scottish Financial Enterprise.

where entrepreneurs jump out of the cupboard. We have a culture in Scotland which has been professional on one hand and on the other hand has been searching for security and employment."

Mr Jim Martin, of 3i's Edinburgh office, thinks along the same lines: "The environment is the main reason for not having as many entrepreneurs. It comes back to this enterprise culture which we don't have and they do have down south."

Mr Martin and others in the financial sector see it as their role to go out and dig for opportunities. Managers might beat a path to the doors of merchant banks in London but in Scotland it is the financial sector which is on the road.

3i sees opportunities coming from recession. This means making the most out of the branch economy, the Scottish outstation. "There are a lot of subsidiaries perhaps owned by companies in the south or the States and if there is going to be a recession or any cost cutting then it is usually companies up here that are affected first," Mr Martin says.

An advantage for the Scots is that they are almost over-equipped with support for the management buyout. The merchant banking, investment trust, and banking sector are in a concentration in Scotland second only to London.

The skills of the sector have often helped local management bridge formidable obstacles such as organising their buyout or even assessing the real value of their company.

Mr Ian MacPherson of the British Linen Bank, merchant bank subsidiary of the Bank of Scotland, has found that managers are not always aware of the real value of their companies and sometimes are all too ready to accept the price demanded by the parent.

This year saw the formation of Buy Out Syndicate, a specialist body formed from the corporate services arm of Quaysy Munro in Edinburgh, the Clydesdale Bank and stockbrokers Bell Lawrie.

Mr Ian Jones of Quaysy Munro sees the main attraction to this growing area of finance in its security. "The management buyout area provides one of the greatest sources of sound growth of the development capital industry," he says.

However, BDS has its sights mainly trained on the richer opportunities created south of the border. Mr Jones sees his syndicate as a challenge to the operations of American companies that they cannot pay selective financial assistance simply to assist a change of ownership. They have to be satisfied that employment at the Welsh sub-

Mark Meredith

Wales

Control brought closer home

COMPARATIVELY few manufacturing companies have their corporate headquarters in Wales. Boardroom management is usually located elsewhere, making key decisions affecting the fortunes of an important contributor to the local economy.

On the other hand however, the high incidence of subsidiaries of larger groups means that Welsh industry offers a large number of management buyout opportunities.

Cooper and Lybrand's Cardiff office has been making a speciality of management buyouts and negotiated a number of big deals outside Wales. A recent example was a £5.5m buyout of an electronic distribution business in Reading.

Mr. Rywel Jones, a partner in the Cardiff office, says that he and his colleagues have four in the pipeline. He is confident that the trend is not just a passing fad.

3i's South Wales office is also keen to encourage the trend. It has just held a seminar in Cardiff Castle on management buyouts to draw attention to the opportunities.

Richardson, the office manager, says they are looking at half a dozen buyouts involving financing of £2m to £5m.

The popularity of management buyouts with private sector sources of equity funding means that the Welsh Development Agency has tended not to become greatly involved. Since its inception just over a decade ago, the agency has done only 10, most since 1981.

There is a lot of private sector money chasing them because, compared with start up companies, they have an established, proven management and only a 10 per cent failure rate. "We are happy not to compete," Mr Steven White of the WDA investment department explains.

That said, at least two management buyouts involving the WDA's recently launched Welsh Venture Capital Fund in a £500,000 financial package are currently under discussion.

The Welsh Office sees management buyouts as helping to strengthen the Welsh industrial base by bringing the management and control closer to home. Buyouts can also help to keep proven management teams together which may ultimately expand and create new jobs.

Welsh Office officials stress that the nature of the buyouts tends to be of well-established business products which are not able to expand markets dramatically.

Welsh Office officials stress that they cannot pay selective financial assistance simply to assist a change of ownership. They have to be satisfied that employment at the Welsh sub-

sidary is threatened before they can agree to put any taxpayers' money into supporting a buyout. But, in practice, the circumstances presenting the opportunity for a management buyout usually involve uncertainty over future employment prospects, and all those who have gone to the Welsh Office to seek assistance pay tribute to the help and encouragement they have received.

A good recent example has been a management buyout of Powell Duffryn's engineering subsidiary at Llantrisant, Mid Glamorgan. PD Engineering manufactures hydraulic equipment for skip container and refuse vehicles.

In its fight against a take-over bid by Hanson Trust, the Powell Duffryn group decided to sell its PD Engineering subsidiary, the managing director of which represented the engineering subsidiary on the main board.

Mr Ian Turner, PD Engineering's managing director, quickly recognised that the business no longer fitted in with the group's activities and, with Mr John Clowes, sales director, offered to undertake a management buyout of the company, which was accepted.

The business, which has a turnover of \$4m, had to run into difficult times in the early 1980s, cutting the payroll from 350 to 87. But by 1984, it was back on an even keel and trading profitably.

No immediate expansion or increase in employment was planned, hence there appeared no case for Welsh Office assistance. However, on the basis of financial projections by Cooper and Lybrand and an equity preference share and loan package provided by 3i, the Welsh Office agreed to chip in some grant aid to protect jobs. The fear was that if the management buyout had not gone ahead, the subsidiary might have been vulnerable in the longer term to a competitor in the hydraulic equipment business, and a subsequent loss of jobs.

Mr Turner says that he found the buyout a relatively painless task though time consuming and drawn out. They had been treated fairly by the parent group, at a point that part of the deal included a loan and a licensing agreement for a major component which continues to be supplied by a Powell Duffryn subsidiary in the Netherlands.

This was a representing problem because of the decline in sterling and he was now seeking approval to manufacture the component in the UK. Otherwise, the only residual problem resulting from the buyout was the fact that the premises are too large, Mr Turner added.

Another long-standing corporate presence in Wales was STC



The Swan Hunter Shipbuilders buyout team at the Wall-sead shipyard.

Robin Reeves

The North

Erosion of London's dominance

THE number of management buyouts has been increasing rapidly in the old industrial heartlands of northern England. The trend is likely to have more far-reaching effect, however, than anyone thought only a few months ago. The reason is that it has given Manchester a chance to prove itself as the north's financial capital.

Most management buyouts now involve £1m or more. In the past this would have almost certainly been the case. However, their package would have been put together in London, with institutions probably knowing relatively little about local conditions—and certainly not putting in "local" money.

This year, however, 3i's Manchester office has been involved in 12 management buyouts, all syndicated locally. Mr Peter Folkman, the man in charge, regards that as a triumph.

Last spring he was a leading force in putting together an informal grouping of local agencies and institutions, with large regional offices in the north to handle syndications.

Other prominent members are County Bank, British Linen Bank, merchant bankers Rothschild and Hill Samuel, the Greater Manchester Economic Development Corporation, and Lancashire Enterprises.

Along with the major accountancy practices, which all have large offices in the north, the members of the syndication group are founders of the Manchester Financial and Professional Forum. The body also includes local solicitors, surveyors, actuaries and stockbrokers. It is chaired by Mr Fraser Grant, senior partners of accountants Spicer and Pegler.

There is widespread concern in the north about London's over-dominance of Britain's capital markets. Indeed, the lack of a large and active capital market in Manchester has long been seen as a structural weakness affecting the whole north.

The Forum, and the opportunity it has provided to bring people together more easily, has helped set common objectives that are in everyone's interests without taking the edge off normal competitiveness. Establishing the group of institutions for syndication financial packages has been one result.

What the potential syndicators then needed, however, was a market. The increasing popularity of management buyouts has provided that. Mr Folkman says: "Buyouts are a super business as far as 3i is concerned. The institutions have seen this as a good market. Things are coming up now which would not have done two or three years ago."

Local authorities can also be in the firing line. In one buyout Knowsley Council asked the early cash flow of a company with a rates holiday.

"The variety of sources available locally makes it easier to put together a package of say £1m," Mr Evans says. The management doing the buying-out may only have to find one-tenth of this and Peat's has been marketing the idea of buyouts to managers.

"We are picking up people already thinking about it," he says. "If management has not already got it in mind, they should not be doing it. A buyout turns on management incentive and reduced overheads."

"We have advised people who have not been up to it. Usually what we have tried to do is to get someone in your team who might not be able to take the pressure. Do you really want them on the board?"

"The whole team has got to be capable. The need is usually to combine leadership from the chief executive with good support from the managers in charge of finance, production and sales."

Mr Evans admits that self-interest is a strong motivator for Peat and the other accountancy firms selling their expertise. It wins them clients, who unlike the normal small business, job-creation newcomers, are likely to grow fast.

But there are risks. "The only trouble with management buy-

outs is that if one does not go ahead, you go down. The resources we put in are at risk. You cannot charge the managers if it all falls down," he says.

Both he and Mr Folkman stress that a potential buyout does not have to involve an immediately profitable business. "Getting the 60 workers under the key thing," Mr Folkman says. "It is cash flow. While profits are important, cash flow is much more so because that is what you need to service debts and to start to repay them."

In one buyout on Merseyside of a furniture company that had started as an internal service unit, making window frames, on a big company, multi-centre site, the key was to get the business into single premises. It had been spread all over its former parent's site with its production line in five places.

Getting the 60 workers under one roof saved money immediately merely by reducing the opportunities for theft by outsiders.

One high profile buyout in the north has been Optare's formation at the Leeds factory of Charles Roe, the old British Leyland busmaker. This was supported decisively by the West Yorkshire Enterprise Board and might not have occurred if London finance had to be relied upon.

Under its new team, the company has produced a radical design for a 20 mpg small bus that will have its acid test when bus services are deregulated this month. It got from drawing into production in only a few months, a process that would have taken years under British Leyland.

In the north-east, the most important management buyout this year was of Swan Hunter from British Shipbuilders. Four senior managers led 22 others, with the main financial backing syndicate, among seven leading institutions headed by Globe Investment Trust and Candover Investments.

Since the company is a warship builder dependent on government orders it is a high-risk business. However, the new ownership structure has forced a different reality on the workforce from its days of state subsidy. A new climate of labour relations has emerged, and with it new working practices that give the company every chance of profitable survival and re-entry into export markets.

Ian Hamilton Fazey

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A RECORD YEAR FOR MANAGEMENT BUY-OUTS



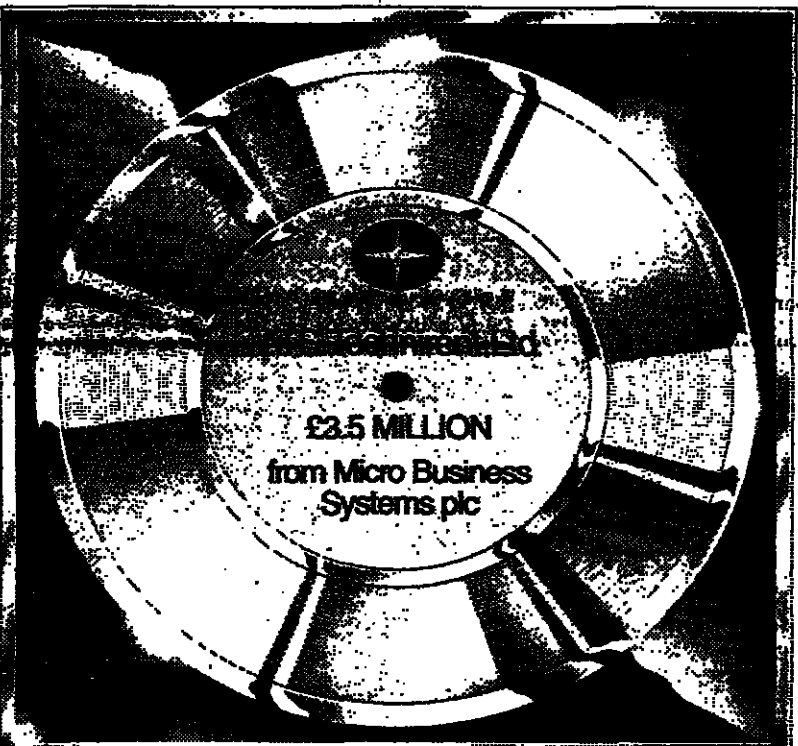
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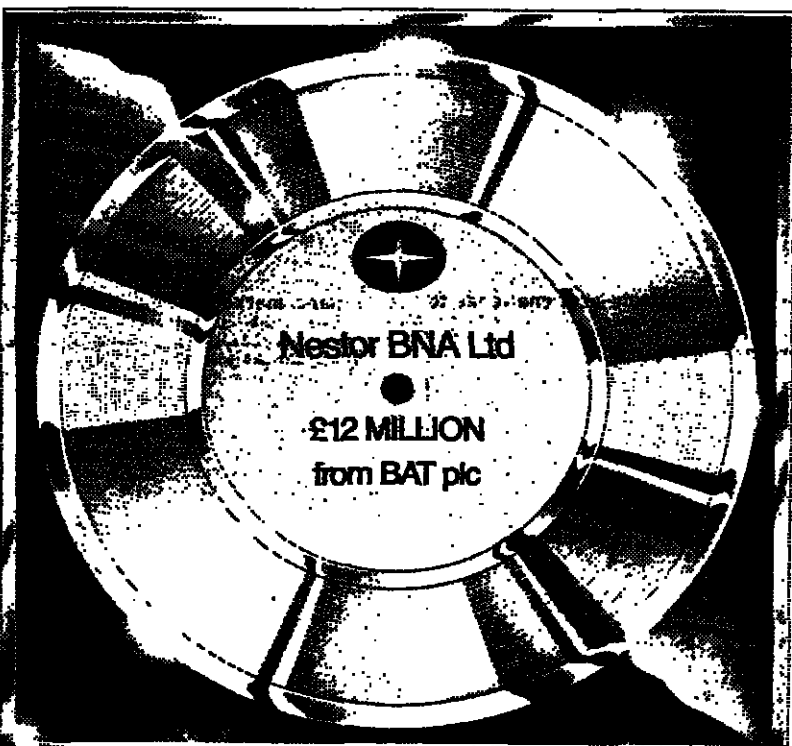
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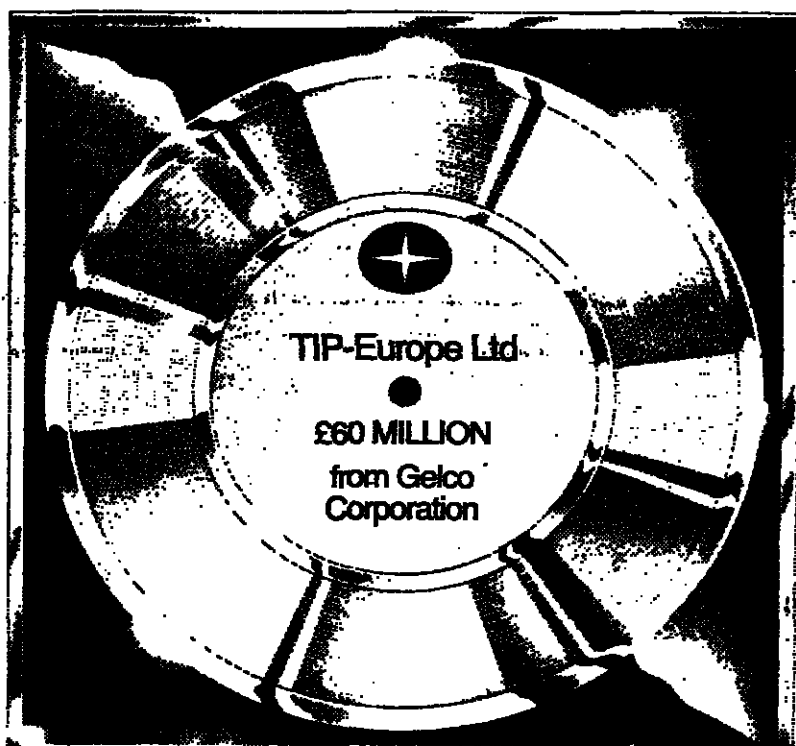
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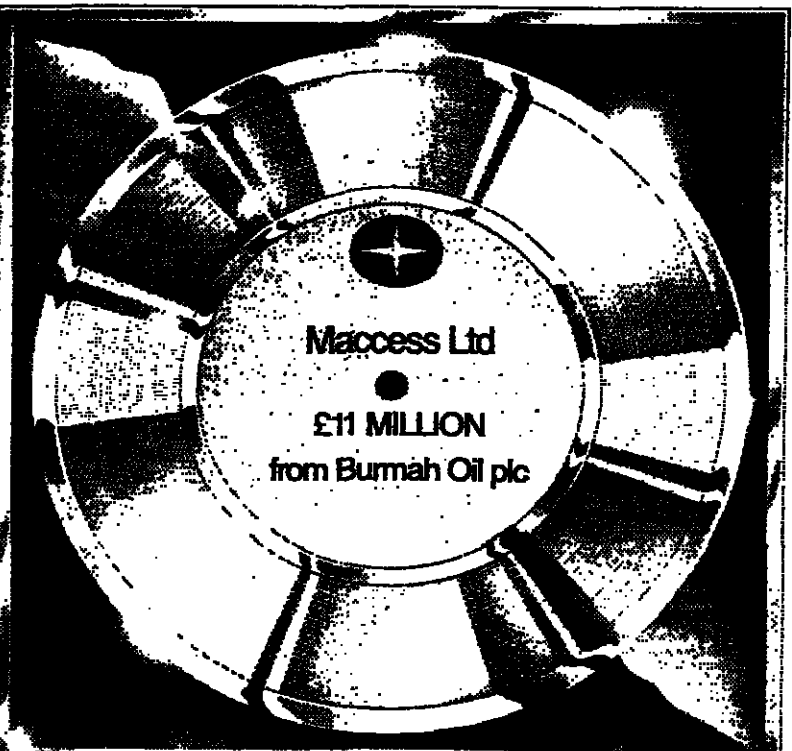
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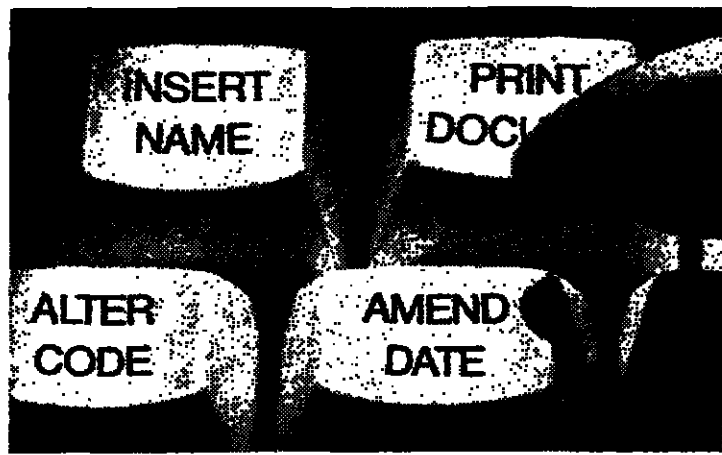
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Starting with a handful of firsts

SCHRODER Ventures has been in existence for less than two years, but it has rapidly established itself among the leading deal-makers in British management buy-outs.

It was set up in January 1985 as the venture capital arm of J. Henry Schroder Wagg, one of the City's top merchant banks, and its speedy growth has been due in no small measure to Jon Moulton, the man Schroder headhunted to lead the new unit. Moulton had previously been general manager of Citicorp's important UK venture capital arm, and brought to Schroder a wide knowledge of the British buy-out scene.

Schroder Ventures therefore hit the ground running. Its very first buy-out, in the spring of last year, went into the record books on several counts. The deal was the successful £26m bid by a management consortium for the Haden engineering group in the face of a rival £37m contested takeover bid from Trafalgar House.

It was the first buy-out of a quoted company in the UK; it was also the first time (still is) a British company had successfully mounted a buy-out as a defensive tactic in a takeover; and it brought an important American investor, the Prudential, into UK buy-outs for the first time, and as a provider of mezzanine finance.

But despite originating the deal, Schroder Ventures could not participate in it directly since the corporate finance arm of the merchant bank was adviser to Haden's shareholders, creating a potential conflict of interest.

Other major deals it has been involved in since then include the £90m buy-out of Mallinson-Denny from Unilever (as joint lead equity investor with the Coal Board pension fund) and the £100m buy-out of Parker Pens from its US parent (where it led the financing in a particularly complex deal spanning 23 countries).

And a particularly high profile operation was its leadership in the buy-out consortium which bid for Land Rover, until the Government finally decided the company was not for sale.

Schroder Ventures now has £100m of funds under management for equity investment. Of that, £25m is earmarked for venture capital operations, while £75m has been committed to a fund for larger buy-outs, of which £15m has been drawn down so far.

During the past year it has made 13 investments in buy-outs, but that figure includes two second round financings and a growing number of management buy-outs—where a new management team is injected into a company as part of a financing deal.

The unit is also spreading its network internationally. Schroder had been active in the US venture capital market for several years before it established the UK team and Moulton himself has spent some time working in America. Schroder Ventures now also has operations in West Germany—where it has just established a buy-out fund—and in Canada and Japan.

Aged 35, Moulton is a chemist by training who became a chartered accountant, concentrating mainly on receivership work—a useful analytical experience for his present job. He joined Citicorp's leveraged buy-out operations in 1981 when the bank decided to set up a venture capital arm in the UK and became general manager of the unit two years later.

Three other professionals (probably to be joined by a fourth) work with him in the larger buy-outs team, and they have backgrounds in retailing, merchant banking and accountancy.

Schroder Ventures, he stresses, is "not fee driven, is investment driven. If we didn't have that culture we would rapidly have been drawn into the bank's corporate finance unit." In other words, the prime motivating force is picking the deals that will provide a good return on the investment when the business is sold or comes to market.

Moulton acknowledges that in the first half of this year such deals were not that easy to find. The stock market boom has meant particularly high ratings for the paper of quoted companies, which they have used in several instances to top bids from management groups organised by Schroder. Nevertheless, he adds, that the flow of potential deals coming to the unit is still "very encouraging," including what could prove to be some extremely large transactions.

Martin Dickson



Paul Soldatos, head of Manufacturers Hanover's new special financing division in London plans to bring a strong US flavour to the structure of buy-outs. The group aims to establish in Europe the leading role it has across the Atlantic as a supplier of bank finance for buy-outs.

Latecomer ships its reputation to Europe

GEARING, like beauty, is in the eye of the beholder—at least to the men at the City of London branch of Manufacturers Hanover.

Nicknamed Manny Hanny, this is the latest big US bank to have jumped onto Britain's lucrative management buyout bandwagon. Manny Hanny reckons to be the largest supplier of bank finance for buy-outs in the UK, being involved in almost every deal with a purchase price of more than \$200m. And it plans to establish a similar position in Europe.

It is therefore no surprise that Paul Soldatos, head of the London branch's newly formed special financing division, plans to bring a strong US flavour to the financial structure of buyouts that come his way.

Some of the larger US buy-outs have attracted some astonishment in conservative City circles, with their balance sheets apparently creaking under the weight of eight or ten times as much debt as equity. Even the US Federal Reserve Board has made warning noises about over borrowed buyouts.

But many of these deals are not quite as heavily geared as they look, argues Soldatos. It all depends on where you draw the line between debt and equity in

the grey area between the two kinds of funding known as mezzanine finance. US bankers, he explains, usually count preference shares as debt, which gives higher gearing levels than their counterparts in Britain, who would tend to count preference shares as equity.

Even so, says Soldatos, the difference between traditional British buyout finance and what he has to offer is more than cosmetic.

"Five years ago, buyouts were tending to go at a discount to book value, so that the need for bank debt was not particularly high."

"Even today, British banks tend to lend against the value of tangible assets. Now that buy-out prices are increasing, more businesses will also need to borrow against their cash flow. Leverage is really a function of cash flow and management—and that is where our skills are."

Manny Hanny specialises in what it calls senior debt, or term loans to British banks. The group is unusual in that few banks run specialist departments for management buy-out debt financing, though Manny Hanny has the advantage of having arrived rather later on the British buyout scene than

other US banks like Citicorp or Bankers Trust.

That was partly—though not completely—deliberate because Manny Hanny aims to work alongside rather than compete against established suppliers of equity capital for buy-outs like Schroder Ventures, Candover Investments or even Citicorp Venture Capital. And Soldatos feels that the need for US style debt finance for British buyouts has only just begun to develop.

A classical example of the type of deal he is looking for is the £77m takeover of the Cadbury Schweppes food and beverages division, where finance was provided just as much on the intangible strengths of the group's brand names as on the value of its assets. However, that deal was concluded before Soldatos's arrival in London in May.

William Dawkins

Horned in by bull market

THE infectious enthusiasm of Mr Roger Brooke, chief executive of Candover Investments, is the doyen of the British management buyout movement and it is with companies to give the original backers a market for their stakes; and to give Candover the advantages of specialist investment trust status, thus avoiding capital gains tax.

It has performed well since then; net assets attributable stood at £4.15m, or 198p a share, at the end of 1987, up 18 per cent, and it recently reported a further 13 per cent rise to 222p at the half-year. Pre-tax profits last year rose 73 per cent to £76,000 and in the first half of this year they were up 61 per cent to £49,000.

Aged 55, Mr Brooke came into the buy-out business after parting company from EMI, where he had briefly been group managing director, following its takeover by the Thorn Group. Casting around for fresh employment, he was asked by Michael Stoddard of Electra to look into the leveraged buy-out phenomenon in the US and

came back convinced the same could be done in the UK. Electra put up much of Candover's initial funding, and the two have worked very closely ever since. Candover's first special fund—the Hoare Candover Exempt Fund—was launched in 1984 in partnership with brokers Hoare Govett, and was aimed at smaller deals involving investments of up to £700,000. The £7.5m subscribed is now fully invested (and has enjoyed an uplift in value of about 45 per cent), and Candover is planning to launch another fund for smaller buy-outs.

The next step, says Mr Brooke, is geographical diversification. Last year Candover took a 40 per cent stake in Lombard Investments, a company set up in San Francisco to organise and invest in medium-sized buy-outs in the US West Coast.

It is also looking at similar arrangements in Continental Europe.

As for the UK, he says the Electra Candover fund is currently considering two large deals which are likely to come to fruition, and the trend for big buy-outs will continue: "We have looked at a £500m buy-out which would have been financable."

Martin Dickson

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TOP UK BUYOUTS

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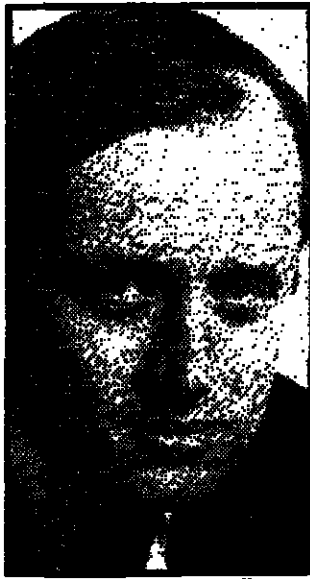
| BUYOUT | FORMER PARENT | BUSINESS | PRICE (£m)* | MONTH |
|-------------------------------|---|---|-------------|-------|
| Allied Entertainment | Kanich Leisure | Entertainment | 7 | Mar |
| Basecable | Dunlop/BTR | Vinyl and carpet flooring | A | May |
| Bus Transport | Lux Group | Transportation | A | Jan |
| Carpet Express | Lux Services Sp | Carpet transportation | A | Jan |
| City Merchant Develop | Colson's Print | Property development and investment | 18 | Jan |
| Condel Industries | Marine Packaging | Corrugated packaging materials | 12 | Apr |
| Deven General | National Bus Co | Bus services | A | Aug |
| English Coby Cottages | Private | Holiday resorts | A | Mar |
| Essex Medical | Globe | Manufacture commodity generic drugs | 27 | Aug |
| Escha Circuits | STC | Pcb manufacture | 10+ | Apr |
| F & H Group | Funder/Family | Control and management information systems | A | Jul |
| GSE International | AMF International | Manufact for tobacco and food processing | 20 | Jan |
| GKN Fasteners Division | SKN | Fasteners and fasteners | 11 | Jan |
| Griffith Motors (Carroll) Ltd | UBM Motors | Ford dealers | A | Apr |
| Gunn | Gunn's plc | Furniture | 12 | May |
| Grubb Walker | Thorn EMI | Electronic components | 5 | May |
| Hawker People Ltd | Family sale | Quality food and wine imports | 8 | May |
| Hydroquip Ltd | Measurement Devices Ltd | Offshore survey equipment hire | n/a | April |
| Joseph Pean and Bobby Group | Private | Plastic Foam Manufacturer | n/a | Jan |
| Joyes Hygiene | Cathay Sweepings | Hygiene products | 11 | Mar |
| Kirwood & Piers | Lapex | Advertising Agency | n/a | Oct |
| Labrad | Kennedy Brooks | Restaurants | 8 | April |
| Leader Lift Trucks | Leigh Industries | Mechanical | 8 | Sept |
| IM Data | Thorn EMI | International computer tapes | 6 | Aug |
| MIS Holdings | J. Rothchild | Engineering | A | April |
| Nestor BMA Ltd | Engle Star | Harling boats | 15.3 | May |
| Norwest Hotel | Raymond Slater | Property/construction | 40 | May |
| Park Air Electronics | STC | Ground-to-air equipment | 7.7 | Feb |
| Parker Pen | Parker Pen US | Pen | 72 | Feb |
| Parizo | Parizo/US | Motor components | 9 | July |
| PD Engineering | Ford | Suppliers ship and waste refuse | A | June |
| Primer Brands | Cathay Sweepings | Food products | 97 | May |
| Radiation Dynamics | Manassis (US) | Linear accelerators | A | Mar |
| Raybeck | Raybeck plc | Fashion retailer and snuff | 21.6 | Mar |
| Sea Hunter | British Shipbuilders | Warship yard | 5 | Jan |
| Techtron | Dynac Corp (US) | Distributors computer and instrumentation equipment | 20 | July |
| Tip-Europe Ltd | Geico Corporation/Transport International Pool Inc (US) | Trailer rental and leasing | 60 | June |
| Trent Communications | Phicam plc | Data communications equipment | 7 | Aug |
| Unipart | Rever Group | Vehicle spare parts | 30-50 | n/a |
| Vickers Shipbuilding | British Shipbuilders | Shipbuilding | 60-100 | Mar |
| Woolston Laundry | Private/Family | Laundries | n/a | Mar |

| 1985 | | | | |
|------------------------------|----------------------------|--|-------------|-------|
| BUYOUT | FORMER PARENT | BUSINESS | PRICE (£m)* | MONTH |
| Avrilink | Private/Family | Mfr of home wine making kits | 5.3 | Mar |
| Avon Metals | Private/Family | Stockholder and processor of aluminium | A/ | Sept |
| Apiculture Vaccines | Private/Family (US) | Mfr of fish vaccines | C | Dec |
| AJ Archer & Piers | Alexander Rowden | Lays underwriting agency | 10.8 | Feb |
| Ayling Truck Services | Ryland | Commercial vehicle distributor | C | Aug |
| BAJ Holdings | Vickers | Defence engineering and mfr | A | June |
| Beauty International | Private/Family | Mfr and distr of fragrances | 6.8 | Dec |
| Brook Marine | British Shipbuilders | Shipbuilders | A | May |
| Bryson Airways | De Havilland Canada | Airline | 9.0 | Dec |
| CAP Group | BTG | Computer software | 5.5 | Feb |
| Caravan | Road International | Building materials | 66.2 | Oct |
| Comptech Devices | Control Data Corp (US) | Avionics computing systems | 7.5 | Dec |
| Concrete Engineering | Concrete | Engineering | n/a | Oct |
| Crest Packaging | Dowdell | Flexible packaging and cartons | n/a | Feb |
| Culture Holdings | Buy-in | Convenience stores | 10.0 | Jan |
| Daylife Holdings | Ladbroke Group | Retailer of American style ice-cream | Conf | Oct |
| Efferson Lines/Endelmar | Barclay Bros | Shipping | 11.1 | Dec |
| European Industrial Services | GKN | Mfr & distr of screws and fasteners | 11.5 | Dec |
| Evans Halden | LCP Holdings | Motor distributor | 9.0 | Jan |
| Financial Weekly | BPC | Newspaper | B | Sept |
| Frozen Foods | Private/Family | Retailer of frozen foods | A | Feb |
| George Equipment | Dunlop Higgs | Supplies and services waste equipment | C | Aug |
| Gardner Homes | Galloway** | Mfr of timber frames for house construction | C | May |
| Gilfillan Resources | Quintin Hazzel | Tyre remanufacturing | C | Aug |
| House of Canvas | Murray Richards | Mfr of personal electrical appliances | B | Oct |
| ICC Electronics | Service** | Mfr of integrated circuit controls for domestic appliances | C | Sept |
| Isis Plant/Isis Freight | Isis Group | Domestic appliances | n/a | Jan |
| KDE Instruments | Cross Gold Fields | Mfr of pressure, flow and level instrumentation | 13.0 | Dec |
| Langley Holdings | Law & Bann | Conversion resistant alloys | A | Sep |
| Lloyd International | Private/Family | Mfr and distr of scientific instruments | A | Dec |
| Malleson Deary | Unilever/Brite Dal Haden | Timber importers | 90.0 | Sep |
| Marine Leisure | Grand Metropolitan | Mfr and engineering | 28.0 | Jul |
| Mobile Technology | Buy-in | Entertainment activities | 97.5 | Dec |
| Morgan Transmissions | Charterhouse | Mfr of measurement machines | A | May |
| Northwell Smelting | Express Dairy UK | Mfr of gearboxes and transmissions | A | Jul |
| P&G Computer Services | P&G | Supplier of smoked meats | C | Aug |
| RDB Freight Lines | Private/Family | Computer Services | C | Jan |
| Rossam Components | STC | Road transport contractors | B | Jul |
| Sage Group | Private/Family | Mfr of capacitors and adjustable shifing systems | 6.9 | Jan |
| Salsacore | Private/Family | Mfr of adjustable shifing systems | A | Apr |
| Sherriff Chem Co | Private/Family | Speciality chemicals | A | Jan |
| Sherriff Holdings | Private/Family | Industrial chemicals | C | Jan |
| Snyder Television | Spizak Higgs | Commercial vehicle distr. | B | Jan |
| Spaynath | BET | Profrs of trailing vehicles | A | Dec |
| Charles Turner Management | Courtside | Toxic waste disposal | A | Dec |
| Vococo Cleaners | Sprague/Chargers de France | Mfr of paper products | A | Apr |
| Voyage Therapeutics | Private/Family | Dist of cleaners | A | Jan |
| Wales Dept Stores | British Shipbuilders | Shipbuilders | 22.0 | Oct |
| Warr Anthony Rest | Barclay Ray & Jarvis | Furniture retailer | 19.0 | Jan |
| Warr Anthony Rest | Barclay Ray & Jarvis | Advertising agency | C | Oct |
| Wideman Sideres | Private/Family | Mfr of motorcycle clothing | n/a | Jan |
| Westbury | Private/Family | Residential construction | 12.0 | Apr |
| Westminster Audio | Tansey/Bastize | Tansey system hire | C | Feb |
| Communications | Feeds (US) | and rental | C | Jan |
| Westover Motors | Patrick Motors | Motor dealers | A | Jan |

Out of adversity and into acquisitions

Profile

Wardle Storey



Graham Ferguson Lacey started the process which was to lead to the buyout

MANAGEMENT buyouts are often associated with management's yearning for freedom and autonomy. Yet the buy-out which formed Wardle Storey, the chemicals concern and one of the most successful buyout companies, was born in adversity.

The story begins in 1980 when Mr Graham Ferguson Lacey, the controversial financier, mounted a much publicised takeover bid for Bernard Wardle, the publicly quoted vinyl textiles manufacturer which had lurched into losses in the late 1970s through its exposure to the car industry.

To the accompaniment of newspaper headlines such as "Lacey loose with an open cheque book" and "Lacey up to his old tricks"—and a Stock Exchange inquiry into share dealing prior to the bid—Mr Lacey won control of Bernard Wardle and merged it with one of his unquoted companies, NCC Energy.

Bernard Wardle gained a new management team, headed by its present chief executive Mr

Brian Taylor. A cost cutting programme was implemented and by the end of 1981 the company broke into operating profit. But borrowings were high and Bernard Wardle was incompatible with NCC Energy's other activities. By early 1982 the company needed an urgent injection of capital which NCC Energy was unwilling to provide.

"Bernard Wardle had turned the corner and was back on a firm footing again," says Mr Taylor. "But the bank was becoming edgy. We needed to find new money and our parent company either would not or could not give us the investment we needed. Organising a management buyout was an obvious option."

In 1982 Bernard Wardle's recovery looked, at best, precarious. Convincing venture capitalists that the company could become a sound investment proved to be much more difficult than Mr Taylor had supposed.

"We put together a thorough presentation of the company, covering its development and future prospects," he says. "I spent a great deal of time traipsing from office to office in the City. But most of the time the answer was 'no'."

Eventually Citicorp Development Capital—the venture capital arm of the US investment bank—agreed to orchestrate the

buyout. Citicorp assembled an investment syndicate of Electra, the venture capital concern; Hill Samuel, the merchant bank; and the British Rail Pension Fund.

Collectively the four investors provided capital of around £5m, to buy the company out of NCC Energy and to repay its bank borrowings. Each of the four investors, and Citicorp, nominated a main board director and Mr Clive Clague from Electra became chairman.

Within weeks of the buyout's completion Bernard Wardle bid, successfully, for its chief competitor, the loss making PVC sheeting manufacturer, Storeys Industrial Products, which was then part of the industrial group, Turner & Newall. When the acquisition was completed Bernard Wardle embarked upon a stringent rationalisation programme and rechristened the combined companies, Wardle Storeys.

Wardle Storeys produced a profit that year, with pre-tax profits of £374,000 on turnover of £30m in the 14 months to August 31 1983. The following year it produced pre-tax profits of £3m on turnover of £40m and announced its intention to return to the stock market.

The company went public in autumn 1984 with a market capitalisation of just over £20m. But Wardle Storeys sold itself to the City not as a revitalised manufacturer of plastic sheeting but as an acquisitive would-be holding company.

"Wardle Storeys promised the market not only organic growth but that it would make a number of sizeable acquisitions fairly swiftly," says Mr Steven Abbott, a chemicals analyst with the stockbrokers, Laing & Cruckshank. "The market had to wait a while, 18 months in

fact, for the first acquisition, but when it arrived it was a goodie."

In April this year Wardle Storeys offered £22.8m for the parachute and rubber dinghy manufacturer, the REF Group. RFD rejected the bid and drafted in the industrial holding company, Scapa, as a "white knight." But Scapa was only interested in specific parts of RFD's operation, and these were the activities least likely to appeal to Wardle Storeys. The two companies struck a compromise whereby Wardle Storeys would win control of RFD—for the larger sum of £29.2m—in return for selling specific parts of RFD to Scapa for a fixed sum of £14.5m.

Scapa only bought the textiles and cable components divisions. Wardle Storeys also renegotiated the sale of some RFD property for a higher sum and is now in the closing stages of disposing of RFD's defence interests.

"So Wardle Storeys has ended up with a parachute and rubber dinghy manufacturer with profits of £2m a year on sales of £20m for roughly £2m," says Mr Abbott. "At this rate it will become a Hanson Trust in microcosm."

Like Hanson Trust, Wardle Storeys has been intent on pursuing organic growth as well as growth by acquisition. Analysts anticipate pre-tax profits of £5.5m when the company's results to August 31 are

unveiled and of £9m in the current financial year.

The Wardle Storeys' share price has soared since its flotation. Today the company is valued at more than £25m although its market rating relies more on the promise of handsome acquisitions than on the profit potential of plastic sheeting.

The City is now waiting for the next acquisition. "Wardle Storeys has very clear criteria," says Mr Abbott. "It is not interested in glossy successes, it wants dull old businesses that it thinks will give a good return on investment. Poor cashflow, over manning, too much working capital invested, shares trading at a discount and weak management... these problems are typical of many of the sunset industry companies."

By the end of 1986 Wardle Storeys should sport a cash surplus of £20m and the company is now scouting about for bid targets worth between £50m and £20m, probably in the UK but with export potential to the US and Europe.

"Finding the right target takes time," says Mr Brian Taylor. "But we are looking actively and hope to make our move fairly soon. The next target may well be rather bigger and come rather sooner than people think."

Alice Rawsthorn

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* Price is the total purchase price of the company plus the working capital where that information is available. Size ranges: A £1 million-£4.9 million, B £500,000-£999,000, C £100,000-£499,000, D Less than £100,000. ** Indicates that the former parent was in receivership at the time of the buyout. Source: J. Cowe and M. Wright, UK Management Buy-out Review, Venture Economics/Coopers for Management Buy-out Research, 1986.

This management buyout having been completed, this announcement appears as a matter of record only. August, 1985



Mallinson-Denny Group Limited
purchase of the shares of
Mallinson-Denny Limited
from
Brooke Bend Group PLC
a subsidiary of
Unilever PLC

Equity provided by
CIN Industrial Investments Limited
Salsbury Ventures
(as lead investors)


Bankers Trust International Limited
Barracuda Venture Capital plc
British Railways Pension Funds
Castle Finance Limited
Chiswick Venture Capital
Colony Holdings Limited
Commonwealth Development Finance
The Smaller Companies International Trust plc

Equity Capital for Industry
First National Broom Limited
Fiducia Provident Life Office
Investors in Industry plc
Legal and General Assurance Society Limited
Classe of Rothschild Ventures Limited
Sun Life Assurance Society plc

Debt provided by
Bankers Trust Company
Bank of Scotland
Compass Industrial Bank Group
Clydesdale Bank PLC


Milford Bank plc
National Westminster Bank PLC
The Royal Bank of Scotland plc
Ulster Investment Bank Limited

The undersigned acted as financial adviser to Mallinson-Denny Group Limited and arranged (with Laurence, Prust & Co. as co-lead manager) both the debt and the equity financings.



Bankers Trust Company


This management buyout having been completed, this announcement appears as a matter of record only. January, 1986



Parker Pen Limited


£45,000,000
Credit Facility

Underwritten by




Bankers Trust Company

This management buyout having been completed, this announcement appears as a matter of record only. March, 1986



Warekeep Limited
purchase of the shares of
Radiation Dynamics Limited
from
Radiation Dynamics Inc.
a subsidiary of
Monsanto Company

The undersigned acted as financial adviser to Warekeep Limited and fully underwrote the debt and equity financings.



Bankers Trust Company

This management buyout having been completed, this announcement appears as a matter of record only. May, 1986



City Merchant Developers Limited
Management buyout of a substantial majority of the UK property development and investment interests of Guinness Post Properties Limited.

Equity provided by
The Equitable Life Assurance Society
How Investments
Sir Robert McAlpine & Sons (Trade Investments)
Wick Construction Group


Debt provided by
Bankers Trust Company

The undersigned acted as financial adviser to City Merchant Developers and arranged both the equity and debt financings.




Bankers Trust Company

This management buyout having been completed, this announcement appears as a matter of record only. May, 1986




Premier Brands Limited
purchase of
The Beverages and Foods Division
of
Cadbury Schweppes p.l.c.

The undersigned acted as joint financial advisers to Premier Brands Limited, and jointly structured and provided the financing for this transaction.



Bankers Trust Company

This management buyout having been completed, this announcement appears as a matter of record only. June, 1986




N.V. Belgian United Beverages
purchase of the shares of
N.V. Brouwerij Maes
from
Grand Metropolitan PLC

Equity provided by
Ackermans & van Haaren N.V.

Debt provided by
Bankers Trust Company
Bank Brussel Lambert N.V.
Kredietbank N.V.
Generale Bank N.V.

The undersigned acted as financial adviser to N.V. Belgian United Beverages in the above management buyout and arranged both the debt and equity placings.



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MANAGEMENT BUYOUTS 10

Export orders fastened up

EIS ARE the initials that replaced GKN when the managers of the West Midlands-based industrial fasteners division bought the business from Guest Keen & Nettlefolds for £11.6m at the beginning of this year and became European Industrial Services.

GKN, anxious to seek growth in specialised and international markets, was happy to divest itself of this heavy loss-maker in a troubled traditional industry. Strangely for an industry upon which the wealth of 19th century Birmingham was built, exports had not been important.

Now Mr John Huband, the extrovert managing director, is able to report not only that his company has closed the 30 per cent price differential with Far Eastern competitors but that he is able to beat them on delivery and reliability in Europe.

Such success is the more poignant given that cheap imports, particularly from the Far East, have swept away much of UK capacity and jobs.

GKN Fasteners in little more than a decade saw its share of the UK sectors it served slide from 75 per cent to 38 per cent. Employment at the famous works in Heath Street, Smethwick, has slumped from more than 3,000 to less than 500 over the past five years.

Mr Huband says workers are being recruited again, largely because of success overseas. Exports are projected to climb from £2m to £5m this year. A big contract has been won from France and under a deal with a West German company some £1m worth of fasteners will be shipped from the Smethwick factory over the next 14 months.

Mr Huband maintains that EIS can match the Far Eastern competitors on price and beat them on lead times and reliability of delivery. He concedes that movements in exchange rates have been a factor in making EIS more competitive but points

to the investments and management changes at the Smethwick factory as the real reasons for sales success.

Negotiations for the buy-out by six directors and seven senior managers took nine months. The plans and financial projections filled a volume five inches thick.

Mr Huband, a graduate in industrial relations and law who flirted with a career in television, had been with GKN for 10 years and as head of the

fasteners operation saw the benefit not only of the manufacturing facilities but also of the distribution network of independent stockists.

EIS acquired both the UK operations and distribution companies in Belgium, Holland and France. The growth target is to take advantage of the present computer-controlled distribution system to expand the range of products and the customer base.

Mr Huband says that EIS in the first full year, with a turnover of around £32m will have "turned the business round from a substantial loss to a respectable net profit."

He acknowledges one factor in the dramatic switch is the cut in interest charges. He says that servicing the "theoretical debt" as part of the GKN group was far more onerous than the real debt as an independent company.

But the real benefits have come from pushing increased volume through the modern production facilities now manned

at competitive levels. A £10m investment began in 1980 to transform the Smethwick factory from a traditional labour intensive operation to "the modest modern and largest screw-making facility in Europe," with a capacity to make 70m fasteners a week.

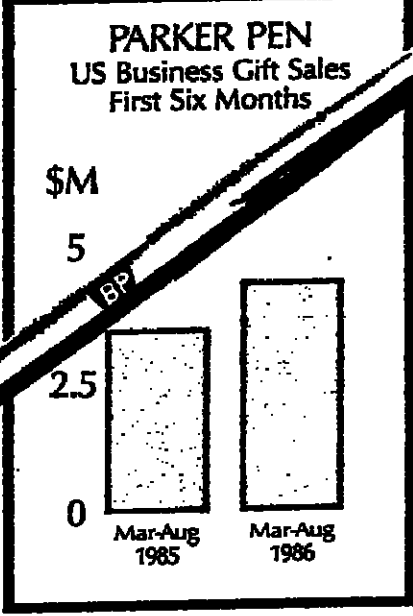
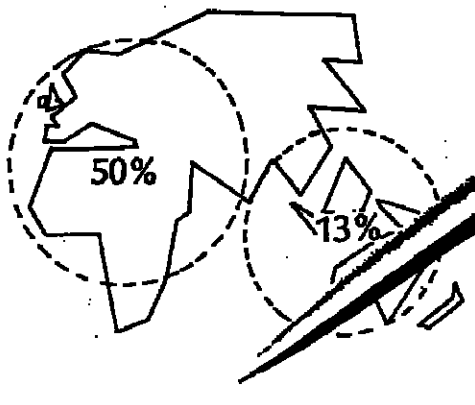
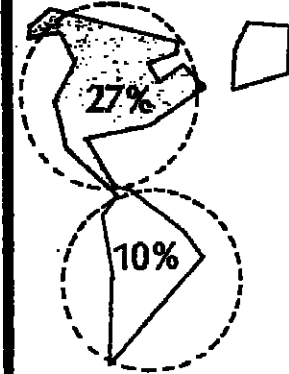
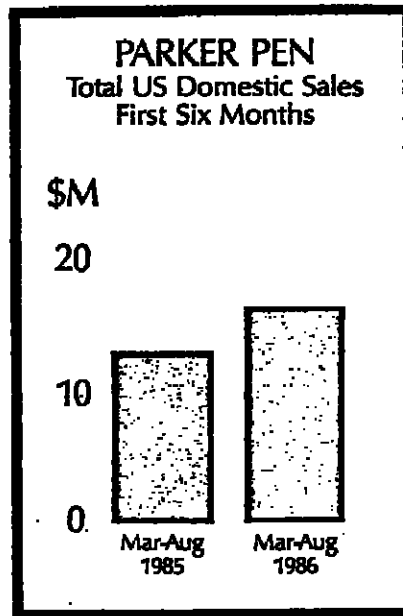
The investment offers proof that even an industry which boomed in Victorian times can still return profits after the necessary injection of new technology and manufacturing processes. Production has been accelerated, wastage reduced, work in progress cut and quality raised.

Mr Huband concedes that the headcount might have been cut too slowly over the past two years to take advantage of the new investment, but says the economies are now really beginning to flow. He points to the flexibility of workers in accepting new practices and to the opportunities as an independent company to introduce new pay systems.

As part of GKN's initiative on industrial relations had to take account of the implications for other companies. EIS is now talking to employees about a payments scheme related to value-added, under which workers will have a clear idea of profitability and how much money is available for distribution in wage packets.

Morale within the new company is clearly different from being part of a large, albeit successful group. Mr Huband admits that EIS might have suffered from coming from a sector "not considered sexy." But he is looking for growth and new opportunities. He suggests that within the next three to five years EIS will be again seeking new capital to maintain the impetus achieved.

Arthur Smith



Pen company's future rewritten

THERE ARE no bits of old bikes, half-empty paint pots or building yard brooms in Mr Jacques Margy's garage—just a car. The signs of his tidy mind are equally obvious in his office at Parker Pen in Newhaven. His desk top seldom contains anything other than the matter in hand.

This foible stood him in good stead during the tense six months between mid-1985 and January this year when he signed a \$100m buyout agreement which split Parker from Manpower and brought the world's leading quality pen maker from Wisconsin to a Sussex town.

His natural sense of discipline and order shows again as he recalls the strict sharing of responsibilities imposed as he worked towards his goal. The aim was to draw the best of the existing management into the buyout team. As head of the UK-based European operation—the

most successful in the group—he knew who he wanted. Warning the buyout consortium that they would have to mortgage themselves to the hilt and work as never before, he divided up the responsibilities. He and a small headquarters team would immerse themselves in the technicalities of the buyout. Driven on by their advisers, Schroder Ventures and Cockman Copeman, they found themselves working 18 hours a day for six months.

Apart from their having no previous experience, the deal was complicated by the fact that the Parker empire was spread across the world. Every detail had to be checked and checked again: where were the boundaries of the Mexican factory? Were the pension funds in order? Was there any outstanding litigation for putting ink in the water supply or wrongful dismissal? "The beauty of it is that when

Profile
PARKER

Dunhill, Gillette or Pilot of Japan take control of the strong chance distribution might be taken over by their organisations.

There was also concern about the reactions and the future of many Parker managers—should the company fall to an outsider. Confidence had to be maintained. As it turned out, distributors' inventories were greatly reduced by the time the deal was done, and the subsequent restocking contributed handsomely to the strong set of interim figures Mr Margy published in September. Sales and profits were well up on the forecasts he had included in the buy-out prospectus.

the cheaper end of the market had denied its quality image among status-conscious Americans.

Mr Margy is also intent on building outside the Anglo-Saxon world, an area previously neglected. He has hired Mr Kenneth Grange, a top-line international designer, to work on a new range costing £20 to £50. The object is a "global" basic writing instrument which can be finished in different ways according to the "culture" of the target market. "We aim to speak to the market place in its own language," Mr Margy says. Manufacturing facilities round the world are flexible enough to make the new line in, say, plastic for Japan and gold finishes for Asia and Latin America.

When it comes to management buy-outs, Peat Marwick wrote the book.

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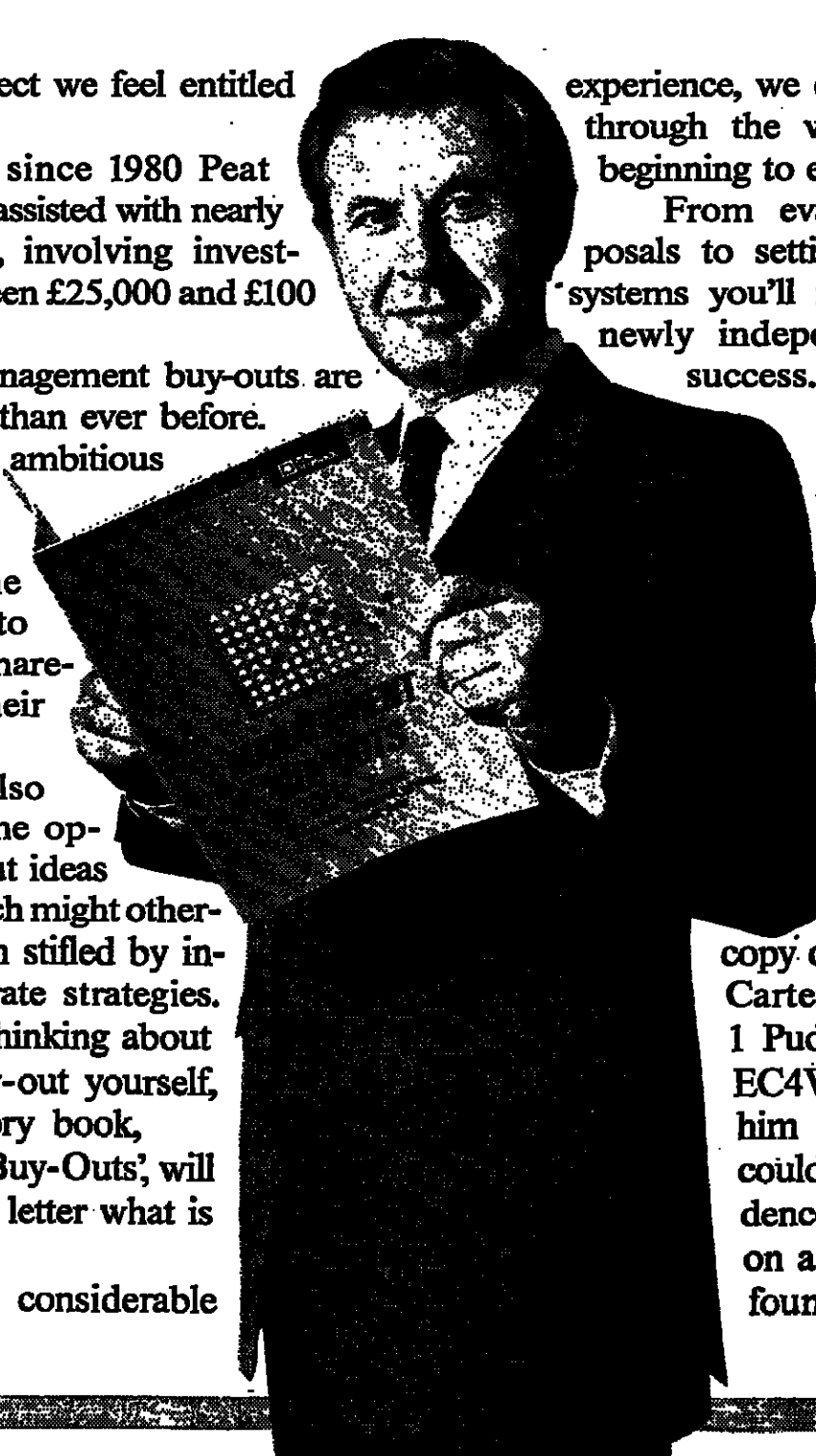
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Stocks, machinery and other assets were entered at less than valuation rates. Every worst-case contingency had to be taken into account: severe currency fluctuations and even revolutions in Latin America.

For example, he believes this policy helped last time when it sought investors to refinance £15m of debt. And, in any case, it will be essential when and if the time comes for Parker to come back to market with a public flotation.

Christopher Parkes

Good times for US pillar of British market

SINCE THE management buy-out movement has its origins in the US it is perhaps surprising that only one American bank has established a major presence as a deal-maker in the British market.

That bank is Citicorp, which over the past five years has become one of the key pillars of the UK buyout industry through its subsidiary Citicorp Venture Capital.

And it has been especially active during 1986—a year when several other houses have found it hard to complete deals on favourable terms—taking part in eight buyouts, of which it has led six. The latter category includes the £60m sale of TIP—Europe by Geico, the £20m sale of Technitron by Dyneer and the £11m disposal of OIC Holdings by Consolidated Gold Fields.

Citicorp had been involved in venture capital in the US since the late 1960s and brought its expertise across the Atlantic in 1981, setting up the UK operation in the earliest days of the buyout industry here. Early successes included the buyout of Wardle Storey, the plastic sheet maker from IBC. Wardle came to market for a flotation less than two years later and since then has set out on the takeover trail.

Profile
Citicorp

access to Citicorp's worldwide pool of expertise. This, for example, proved particularly valuable in the buyout of KDG, which has major operations in both France and Australia. Consolidated Gold Fields set the management a very tight timetable for completing the deal—just 10 days—and by being able to send teams into the overseas operations to conduct due diligence procedures, Citicorp closed the deal with just two hours to the deadline.

It has no particular sector bias to its lending. "Our view," says Gonszor, "is that we will invest in any areas where we think we can make a reasonable return."

The unit consists of eight professionals, of which four work fulltime on buyouts. They are drawn mainly from industry rather than banking in the belief that industrial skills are a particularly vital part of the appraisal process, though the high degree of financial engineering required for deals is leading to greater emphasis on people from a banking background.

Martin Dickson

MANAGEMENT BUYOUTS 11

The Accountants' Role

Floating promise of business

FROM THE moment the idea of a management buyout is conceived until it is either abandoned or completed, the solicitor and the accountant have key roles to play. For the latter the average deal, valued at about £2m, provides a good opportunity to win new clients, to develop the corporate finance advisory side of the firm and to boost fee income.

Leaving aside the six large buyouts, which accounted for about half the £250m total for completed buyouts in 1985, the average size falls to £2m. As merchant banks become involved in only the larger deals, the typical buyout is for the accountants which provide almost all the financial advice.

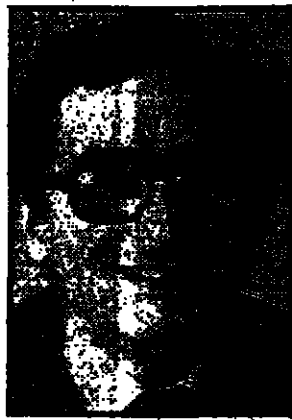
According to Mr Tom Wilson, who heads Price Waterhouse's buyout team, the main attraction of such deals to accountants is not the fee. Even buoyed up by the addition of a "risk element" this makes only a small contribution to the income of the big firms. The magnet is the promise of a continuing stream of future business, especially for those buyouts which are subsequently floated.

The big firms of accountants, using their recently acquired freedom to advertise, have been very keen on selling the services of their buyout teams. Arthur Young asks: "Even if a buyout is only a glimmer in your eye, we would like to hear from you."

Touche Ross illustrates its practical guide to buyouts with a rugby player breaking away from a scrum. It provides a points system which suggests that the ideal buyout is from a parent company with managerial or ownership succession problems, operating in an expanding market with established products, where the new company has surplus assets ready for sale and the workforce is stable and non-militant.

One of the motives for this kind of advertising is that management teams preparing for a buyout will need to have advisers from a firm of accountants other than the one which already works for the parent company.

"Most commonly we have no auditing relationship with either the parent or the subsidiary," Mr Wilson says. "All the main firms suggest that they should be brought in as advisers within weeks of the management team's initial decision to go ahead."



Tom Wilson of Price Waterhouse

Accountants in Larger Buyouts

- Peat Marwick 25
- Deloitte 9
- Thomson McLintock 4
- Price Waterhouse 4
- Arthur Andersen 3
- Ernst Andersen 2
- Touche Ross 2
- Spicer & Pepler 1
- Ernst Thornton 1
- Shay Hayward 1
- Coopers & Lybrand 1
- Arthur Young 1
- Others/not identified 6

Source: Peat Marwick

tion to go ahead. "We would expect to be involved from the word go," Mr Wilson says.

Key areas the accountants offer assistance in are: feasibility study of the business and its future, the drawing up of a business plan, identifying and negotiating with sources of funds, negotiations with the parent over the sale price and careful tax planning of the terms of the final deal.

Reviewing his experience in the field, Mr Wilson says that out of every 10 proposed buyouts only two are consummated. Most of the schemes which fall do so at the earliest hurdle—when after a close look the accountants conclude that the proposal is unbankable. "Two or three out of 10 drop out at this stage," he says.

Many of the proposed buyouts which fall do so because the management team has confused a need for venture capital with the kind of mature earnings and solid cash flow financing institutions are looking for from a buyout.

Taxation planning is a vital element in a buyout. According to Touche Ross: "Tax considerations can often determine the structure of acquisition, the assets acquired and even the success or failure of the whole enterprise."

"In the UK this tax work is still the preserve of the accountant rather than the lawyer. In the US the position is very different and some British lawyers may be preparing to try to emulate their professional brothers across the Atlantic."

According to Mr Wilson the tax issue is increasingly dealt with on a first-come first-served basis "whoever is first on the scene—usually the accountants—does the tax advice."

In most cases the management team will be advised to form a new company for the purposes of the acquisition, according to Mr Stephen Bayfield of Robson Rhodes. Management will then subscribe for most of the capital of this company with the financing institutions taking up a minority of the ordinary shares plus perhaps a mixture of loan and preferred stock.

New companies have the advantage that the investment made by the management can be more easily kept small, that tax relief is available on interest and dividend payments and that income is taxed at the corporation rate rather than at high marginal personal tax rates.

If the new company is purchasing the assets of the buy out then the deal is straightforward enough. If, however, it is the shares which are being bought, then the tax position of the vendor/parent becomes critical.

As the buyout moves towards completion and once it has a clutch of investors on board, a potential conflict of interest arises. If the client is the management team, just how can the accountants provide independent advice to the institutional investors?

Mr E. Aldous of Robson Rhodes sees every buyout as a "conflict of ethics." The parent company and its shareholders are told that the sale is a good

deal and so are the financiers and backers of the buyout "ethically, this could be a rip-off," he claims.

However, basing themselves on what the management team can do when freed from the existing corporate structure, the accountants feel that they can square this circle.

At Price Waterhouse, Mr Wilson argues that this conflict does not arise and that as the institutions and the management team are both investors, they hold a common interest.

Since the emergence of a steady stream of buyouts only a couple of years ago, Mr Wilson believes that the pattern and nature of them has changed. "In the early days many of the proposals put up were unworkable ones—parents trying to dispose of subsidiaries for which no third party buyer could be found."

"Today in almost every buyout the parent will be sounding out third parties, even if it has an altruistic approach to the subsidiary and its management."

This means that the general state of the stock market is a far more intrusive factor than before—and in a bull phase what amounts to a fair price tends to be blurred by the high sums being paid in acquisitions and takeovers generally. This can make the negotiations with the parent fraught with difficulties and emphasises the need for the best professional advice.

While many buyout specialists within the big UK accounting firms do not relish the development here of the large leveraged buyouts of the US, it is recognised that what happens today in Wall Street could happen in London sooner or later. However, Mr Wilson sees the British buyout as an opportunity to release the entrepreneurial spirit.

For the accountants, who are rapidly getting used to playing a more public role in the UK's corporate life, the buyouts represent an opportunity to get in at the ground floor with what they hope will be the next generation of fast movers. Their commitment to marketing their skills to management teams seeking independence is a punt on the future prospects of the successful buyouts—and this inevitably means that the accounting firms must think and operate in a more entrepreneurial manner.

Terry Povey

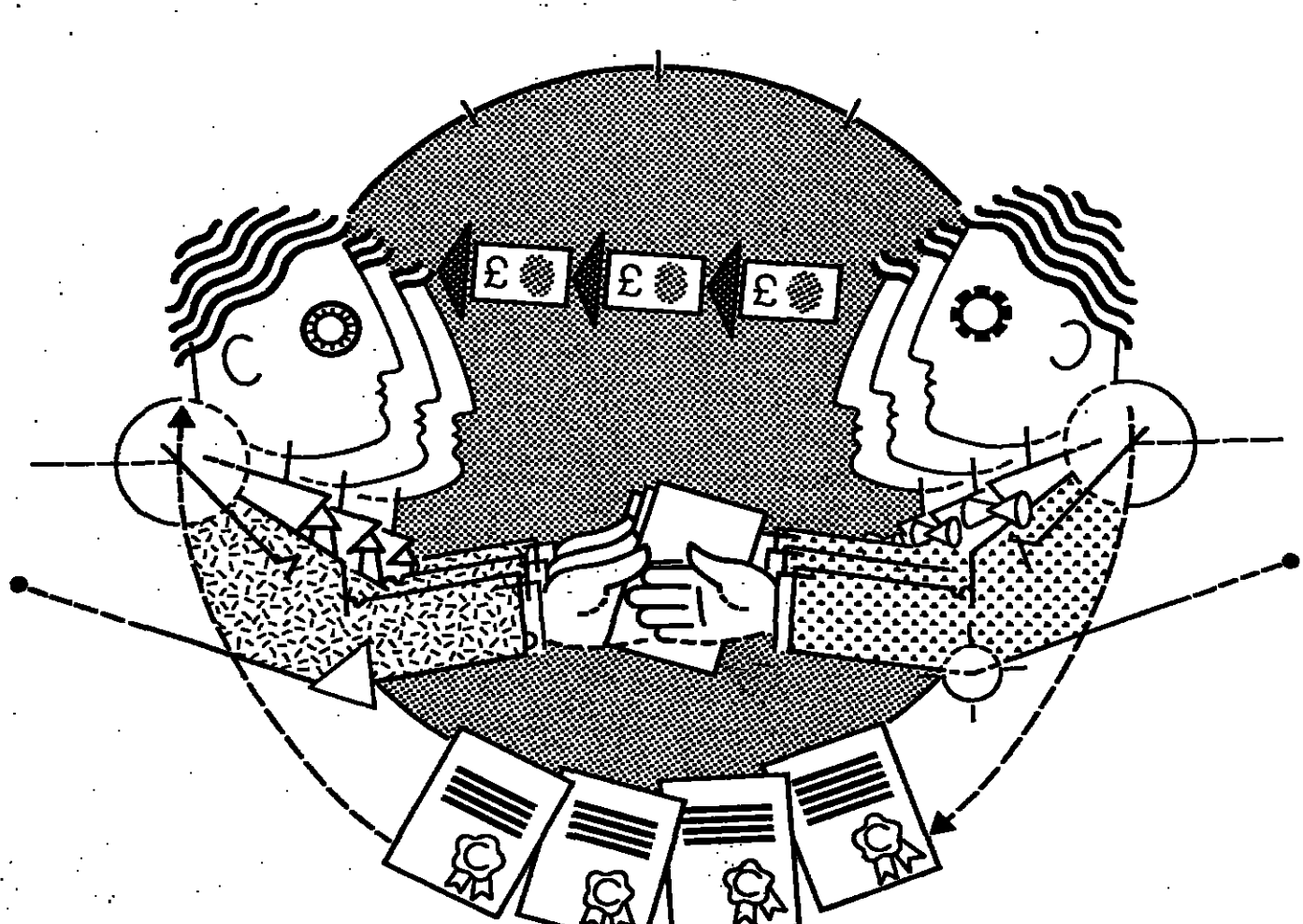
Analysis of Larger Management Buyouts by Deal Leader

| | Number of deals | | | Total value £m | Average value £m | Address | Telephone number |
|------------------------------|-----------------|-------|-------|----------------|------------------|--|------------------|
| | Sole | Joint | Total | | | | |
| Bankers Trust International | 4 | — | 4 | 239 | 60 | Deshford House, 69 Old Broad Street, London, EC2P 2EE | 01-438 5533 |
| Barchays Development Capital | 3 | — | 3 | 77 | 26 | Ebbsgate House, 2 Swan Lane, London, EC4R 3TE | 01-423 2523 |
| Canover Investments | 7 | 1 | 8 | 204 | 26 | Cadric House, 8-9 East Harding Street, London, EC4A 3AS | 01-583 5090 |
| Charterhouse | 4 | 2 | 6 | 129 | 22 | 1 Paternoster Row, St Paul's, London EC4M 7DH | 01-248 4000 |
| Citicorp Venture Capital | 5 | 4 | 9 | 183 | 20 | PO Box 242, 335 Strand, London, WC2R 1LS | 01-438 1264 |
| County NatWest | 1 | — | 1 | 19 | 19 | 11 Old Broad Street, London, EC2N 1BB | 01-438 6000 |
| Electra | — | 1 | 1 | 38 | 38 | Temple Place, Victoria Embankment, London, WC2R 3HP | 01-436 7764 |
| First National Boston | 1 | — | 1 | 44 | 44 | PO Box 155, 5 Cheapside, London, EC2P 2DE | 01-236 2388 |
| Granville | 3 | — | 3 | 32 | 11 | 8 Lovell Lane, London, EC3R 8BP | 01-421 1212 |
| Goldhouse | 1 | 1 | 2 | 19 | 10 | Vestry House, Greyfriars Passage, Newgate Street, London, EC1A 7BA | 01-406 4321 |
| Hambros | 1 | — | 1 | 26 | 26 | 41 Bishopsgate, London, EC2R 2AA | 01-588 2831 |
| Hill Samuel | 1 | — | 1 | 28 | 28 | 100 Wood Street, London, EC2A 1JF | 01-428 8011 |
| ICI | 4 | 4 | 8 | 151 | 19 | 91 Waterloo Road, London, SE1 8XP | 01-928 7822 |
| Kleinwort Benson | 1 | 1 | 2 | 67 | 34 | PO Box 540, 20 Fenchurch Street, London, EC3P 3DB | 01-423 8000 |
| Laurie Mibank | — | 1 | 1 | 47 | 47 | 72 Raddinghall Street, London, EC2 | 01-406 6422 |
| Lloyds Merchant Bank | 2 | — | 2 | 145 | 73 | 40-46 Queen Victoria Street, London, EC4P 4EL | 01-248 2244 |
| Merrill Lynch | 1 | — | 1 | 280 | 280 | 27 Finsbury Square, London, EC2 | 01-382 8980 |
| Midland Equity Group | 1 | — | 1 | 25 | 25 | 47 Cannon Street, London, EC4N 3SA | 01-438 8861 |
| Samuel Montagu | 1 | — | 1 | 95 | 95 | 114 Old Broad Street, London, EC2P 2HT | 01-588 6464 |
| Morgan Grenfell | 1 | — | 1 | 50 | 50 | 23 Great Winchester Street, London, EC2P 2AX | 01-588 4545 |
| National Westminster | 1 | — | 1 | 21 | 21 | 41 Lathbury, London, EC2P 2BP | 01-726 1000 |
| Prudential Venture Managers | — | 3 | 3 | 76 | 25 | 142 Holborn Bars, London, EC1N 2NH | 01-404 5611 |
| Scandinavian Bank | — | 1 | 1 | 38 | 38 | Scandinavian House, 2-4 Cannon Street, London, EC4N 6JX | 01-236 6090 |
| Schroder Ventures | 1 | — | 1 | 74 | 74 | Regina House, 5 Queen Street, London, EC4N 1SP | 01-382 6000 |
| Sumit | — | 1 | 1 | 10 | 10 | Edmund House, 12 Newhall Street, Birmingham, B3 3ER | 021-236 5801 |
| S. G. Warburg | 1 | — | 1 | 22 | 22 | 30 Gresham Street, London, EC2P 2ES | 01-400 4355 |
| No identifiable deal leader | 8 | — | 8 | 107 | 13 | | |
| | 53 | 20 | 73 | 2,246 | 36 | | |

NOTE: The above table analyses the 63 Management Buy-Outs since 1981 with total funding of over £10m in 1986 values.

This and other Peat Marwick tables report the results of a survey of the deal leaders for management buy-outs over £10m since 1981 undertaken by Peat Marwick for the Financial Times. While not complete in every detail, a high level of response was obtained.

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- CDB Meats Ltd
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- Coloroll Group plc
- Consort Equipment Products Ltd
- Cundell Industries Ltd
- Dominion Holdings Ltd
- Ellerman Group Ltd
- Film Cooling Towers Ltd
- Garage Equipment Maintenance Co Ltd
- E & R Garould Ltd
- GBE International plc
- Gomme Ltd
- Haden Group plc
- International Systems & Applications Ltd

- Jeyes Hygiene plc
- Kirkby Central Group Ltd
- Laxley Brothers Ltd
- Maccess Group Ltd
- S G Magnets Ltd
- Mecca Leisure Group plc
- New English Group Ltd
- PSL Freight Ltd
- Radietron Holdings Ltd
- ROCC Corporation Ltd
- Rombah Wallace Group Ltd
- Silcock Express Holdings Ltd

- Sputnings Holdings Ltd
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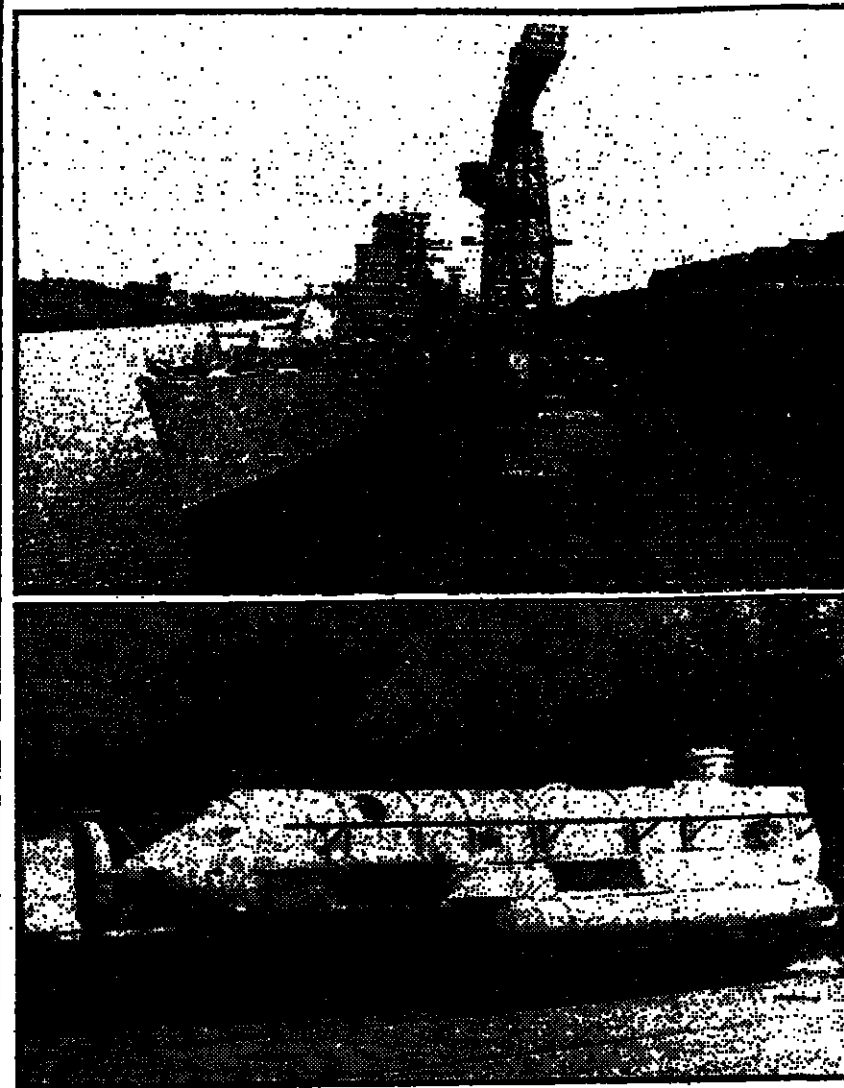
If you'd like to find out more about the financial, tax and management back-up that Deloitte's management buy-out team can bring to your buy-out, telephone Geoff Westmore on 01-248 3913.

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 PROFIT FROM OUR SKILLS

MANAGEMENT BUYOUTS 12



The £56m Vickers Shipbuilding and Engineering buyout typified the new generation of large deals being done in the UK, requiring a high degree of corporate finance rather than venture capital skills, and with a large input from institutions. The VSEL group is mainly involved in warships, armaments and engineering, including the submarine yard at Barrow.

The Lawyers' role

Tough talk from go-betweens

MANAGERS on the buyout path, whether aiming for the entire enterprise or for one division, will have made sure that, in principle, the board is ready to sell; that finance will be available provided the conditions are right; and that they have a feasible, or at least plausible, business plan to show to the accountants and bankers.

But they will still need the help of an experienced business lawyer to transform these potentialities into the real thing. This means not only to sign and seal the deal, but also to ensure that it will work — or that they can get out with the minimal damage if it does not.

Legal paperwork may be often the smaller part of the buyout lawyer's job. The "in-principle" agreement between the board and the managers may have been reached only because the parties avoided the difficult issues. It may be left to the lawyers to be the plain-speaking go-between.

As Mr Nick Mallett, of Knapp-Fishers, the London-based law firm, says: "There are things the managers would rather not say face to face with the board — with whom they may have to live if the deal fails or do business with if it succeeds. But these things need to be said and settled. I often have to be tough so that they can remain soft."

This is, of course, not always so. Sometimes the parties come with a perfect agreement. More often, however, the lawyer has to be negotiator first and a solicitor only later.

Very often the lawyer is recommended to the buyers by the accountant, some of which like Spicer and Pegler, Peat Marwick for example, and other leading city partnerships have teams specialising in management buyouts and links with lawyers experienced in this field.

In co-operation with the accountant, and often while negotiations are still in progress, the lawyer has to make sure that the deal will not fall into a tax pitfall. For example, if the Inland Revenue thought that the equity or property was acquired by the managers at a discount, it could treat the dis-

Involvement of Solicitors in Larger Buyouts

| Solicitor | Acting for: | | Total |
|----------------------------|-------------|-------------|-------|
| | Management | Deal Leader | |
| Clifford-Turner | 5 | 12 | 17 |
| Asursts | 2 | 11 | 13 |
| Freshfields | 4 | 9 | 13 |
| Singh & May | 2 | 3 | 5 |
| Allen & Overy | 2 | 3 | 5 |
| Herbert Smith | 3 | 3 | 6 |
| Norton Rose | 3 | 3 | 6 |
| Dickson Minto | 3 | 3 | 6 |
| St Legu | 1 | 2 | 3 |
| Turner Kenneth Brown | 1 | 2 | 3 |
| Herbert Spence | 2 | 2 | 4 |
| Naharro Nathanson | 2 | 2 | 4 |
| Coward Chance | 2 | 2 | 4 |
| Travers Smith Brattswaithe | 2 | 2 | 4 |
| McCartneys | 1 | 1 | 2 |
| Leslie | 1 | 1 | 2 |
| Others/not identified | 33 | 8 | 41 |
| | 63 | 63 | 126 |

Source: Peat Marwick

enterprise are more familiar with sales than any other aspect of the business. The running of a company involves tasks and problems for which they have to be prepared.

The buyout lawyer need not be a brilliant company chairman than a tennis coach needs to be a Wimbledon champion: it is enough to know the rules and tricks of the art, and to be able to guide the clients to top performance.

Whether this top performance will be good enough is beyond the lawyer's control. This will depend on the adequacy of the client's talents and diligence to his ambition.

A timely determination of the new roles of the individual members of the buying team and their financial backers may be of crucial importance for the success of the venture. This involves not only the composition of the new board but also who will do what, and what happens if there is a disagreement or if one of the partners leaves or dies.

Against such contingencies it may be necessary to provide for the acquisition of shares from company members who wish to leave the business, or from the estate of those who die. It is possible to agree transfer of

shares from dissenters, as well as measures for the protection of minority shareholders.

For the extreme case of an insurmountable disagreement, it may sometimes be necessary to provide for an orderly dissolution of the company. The leading members of the buying team and their financial backers may want to protect their power to control the business by suitable share options.

When all is settled — the price, finances, the pensions, the taxman, the business plan and the management roles, as well as the lifeboats in case the venture goes irretrievably wrong — the lawyer can draft the agreement.

This should be relatively easy if, as Mr Mallett says, the lawyer has been "demystifying" the legal business step by step — talking "plus and minus" — knowing what he is talking about, not only in legal terms but also in terms of business and of relationships between the people involved.

How long can all this take? There are buyouts which can be completed quickly, almost overnight, in an insolvency or another emergency situation. But normally the lawyer needs at least two weeks and sometimes as much as three months. How much does the lawyer's assistance cost? The lowest solicitor's bill for a management buyout I have heard of was for £3,000, but the cost can be very high if the transaction is complicated, important property passes hands and the buying team leaves the lawyer to struggle on without providing much support and co-operation.

Given the right support, the buyout lawyer will be ready to keep his fees low, aware that he is creating a new client whose business will run at full pace from the beginning.

Solicitors prefer the opened billing on the basis of actual, or imaginary, time spent on the job. But if the lawyer can rely on co-operation of the parties in a fairly well defined task, he will be ready to name a flat fee beforehand and this is certainly what a management team working on a budget will want.

A. H. Hermann

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MANAGEMENT BUYOUTS 13

France

A way out for the patron

THE NEW right-wing Government in France is facing a lobbying drive from financial institutions trying to improve the climate for the country's fledgling activity in leveraged management buy-outs (LMBOs).

French investment specialists say the number of companies capable of being interested by MBOs over the next decade or so runs into thousands. Roughly 30 per cent of company chairmen were aged above 53 according to a survey two years ago.

These are the patrons who built up the country's small business backbone during the post-war boom—but whose retirement in coming years is likely to pose difficult problems of finding a replacement for many companies.

Difficulties in coming up with a successor when a small company boss dies or decides to bow out of his business are estimated to cause around 10 per cent of French bankruptcies.

Additionally, with an increasing number of larger French and foreign-owned companies seeking to restructure their operations by spinning off less profitable or peripheral parts, the outlook for MBOs—in theory at least—has become more appealing in many big groups too.

The previous Socialist Government realised the existence of the problem as part of its general recognition of the need to strengthen the capital base of the French industry. In July 1984, a package of tax reforms measures was brought in to encourage managers and other workers to take over their own business.

Additionally, as part of the general surge in interest in France in all types of venture capital among indigenous and foreign-owned financial institutions, the number of banks and other investment groups willing to put up funds for MBOs has accelerated considerably.

However, MBO specialists have been disappointed that the tax concessions brought in under the 1984 law—although marking a considerable improvement on previous legislation—are hedged in by too many conditions.

Also, the Finance Ministry has been blamed for bureaucratic slowness of decision-making. Fiscal inspectors at the Treasury have been reluctant to authorise companies to make use of the somewhat daring—by French standards—tax exemptions allowed under the 1984 law.



French industry minister, Alain Madelin, minister of state for economy, finance and privatisation, Edouard Balladur, and Prime Minister, Jacques Chirac, leave the Elysée Palace after the weekly cabinet meeting. The French Government is under strong pressure to make buy-outs easier by giving tax concessions to outside purchasers as well as existing managers.

One sign of the increasing popularity of the subject is that the French have now come up with a Gallised version of the ugly English LEMBO acronym for buy-outs—RES or Reprise d'Entreprise par les Salariés.

But only about 100 LEMBOs or RES are thought to have been given tax concessions under the terms of the 1984 law by the fiscal authorities—a rate of authorisation which works out as about one a week.

According to a survey carried out earlier this year, the Government's fiscal services up to April had received 161 MBO tenders, 50 of which had been approved as conforming to the framework of the 1984 law. A total of 25 were still being studied while 46 had been turned down or abandoned.

The companies bought out mainly had turnover of between FF 25m and FF 30m, and employed around 100 people.

The 1984 tax changes make it possible for managers taking part in buy-outs to deduct from their taxable income the interest payments on loans contracted to finance the operation. Exemption is allowed up to interest of FF 100,000 per individual.

Additionally the holding company which is routinely set up as owner of the concern being bought out is also allowed concessions over its own interest payments. These are effectively refunded out of the tax paid on

the profits of the operating company.

The number of important MBO operations carried out over the last two years testify to the growing interest in the area. The first major buy-out is generally recognised to have been for Quercymetal, based in Cahors in South-West France, a FF 270m sales hobby and household distribution company which passed under the control of its managers early last year.

The Waeles foundry, a FF 400m turnover group with 1,000 employees, has also been bought up by managers, while the Segem group—one of France's most important defence and electronics equipment companies—has also now come under management control.

The largest deals such as the Segem operation however have been carried out outside the framework of the 1984 law which financiers say is too rigid in promoting MBOs in many cases.

As a result, the Finance Ministry has been facing a tide of suggestions to ease further tax treatment for buy-outs—including the possibility of allowing tax concessions to outside purchasers not previously on the management.

Critics of the law also say that the necessity of winning approval from fiscal inspectors often precludes the possibility of

MBOs for competitive companies which may face rival bids from other groups. And they say that the tight fiscal criteria end up giving unnecessary privileges to smaller rather than larger companies, reducing the overall participation of bankers and lowering the capitalisation of bought-out groups.

Mr Alain Madelin, the Liberal Industry Minister, is known to be particularly concerned over increasing possibilities for smaller companies to be taken over by their staff. Even though it might mean opening more tax loopholes in the French fiscal system, it is likely that the Finance Ministry will be persuaded eventually to loosen up the 1984 regulations to allow LEMBOs fully to become part of the French industrial scene.

David Marsh

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A Guide to the Jargon

Venturespeak made easy

COMPARED with the boot straps, bear hugs and black language of the takeover world, the language of venture capital is relatively simple. Yet venture capital, like almost every other area of finance, has spawned a language of its own.

So if you are unsure whether slipping down a death valley curve, or into the clutches of a vulture capitalist is a good or a bad thing, then here is a simple guide.

First, the management buy-out occurs when a company, or a subsidiary is purchased by the people who run it, the management. There are, however, various forms of management buyout.

The leveraged buy-out, an American invention, but a concept becoming increasingly popular in the UK, applies to companies in which borrowings reach high level and which use their assets to secure the buy-out capital.

Alternatively a sponsored special place when a company is formed and owned collectively by the management team, a venture capital concern and the former parent company.

The completion of the buyout may not signal the end of the company's financial problems. Companies frequently require additional injections of capital. Second round financing, for example, is needed when the company is already up and running but needs extra funds to build on the business base or to bring new projects to completion.

Some buy-out companies organise their original backing in the form of tranche financing. In this format companies secure additional capital but the amount of money paid and the time at which it arrives is generally arranged in advance.

If a company survives the period immediately after the buy-out and becomes large and substantial enough to go public it may require bridge financing in order to survive the period before the flotation.

Generally management buy-outs look towards venture capital concerns or institutional investors for backing. There are, however, other forms of finance. The Business Expansion Scheme is one. The BES was launched by the Government in 1983 to offer tax advantages to individuals in order to encourage investment in venture capital. The scheme is really intended for young start-up companies but buy-outs can raise capital through it, subject to certain conditions, and the management cannot receive tax relief for their investments. But most buy-outs turn to



institutional investors and the forms that funds can adopt has created another whirlpool of jargon. A captive fund, for example, is one in which the venture capital firm is part of a larger company, a subsidiary of a merchant bank, for example. By contrast an independent fund is one which is autonomous.

When the investment package is put together the lead investor is the backer with the largest stake in the company and which generally will play an active role in the company's development, often on behalf of the other backers.

A syndicated investment is one which is divided between several backers and which would generally be too large, too complex and probably too risky to be taken on by a single backer.

Funds structure buy-out packages in different ways. Evergreen funds, for example, prefer to invest in instalments so that the company receives a constant stream of capital rather than a lump sum. This form of investment is generally described as a drip feed technique.

Some investors opt for carried equity, whereby they have the right to take a larger stake in the company as it meets specific financial targets. If the company performs well the backer can exercise an option to take on a larger stake.

Once the buy-out package is assembled the backers can choose what sort of role they wish to play, whether to be hands-on investors, adopting an interventionist role, or hands-off, with a passive attitude to the running of the company.

Another US invention, pioneered by the investment bank, Drexel Burnham-Lambert, is the junk bond, a high-risk, high-yield mode of invest-

ment. Junk bond investors tend to take an eclectic approach to investment, putting money into a wide range of companies so that the bad investments are balanced by the good.

Alternatively, the backer could opt for the ramp-up approach in which it takes convertible preference shares in the company. These shares will convert into ordinary shares at a date dependent on the company's financial performance.

Even the problems of buy-outs have coined jargon of their own. Slippage occurs when a company sets up capital more quickly than expected. If this happens and a company is unable to persuade anyone to lead it the capital to pull through, it will eventually reach the state of maximum slippage. This is the crucial period when it needs money desperately but the situation has not quite become so bad that no one will lead to it.

A company may slide down the death valley curve if, shortly after the buy-out, its losses erode the equity base, making it difficult to raise extra capital through borrowings.

Alternatively there is always the risk of falling into the clutches of a vulture capitalist, or an avaricious venture capitalist taking too much money out of the company. Nearly as bad would be to encounter a fat cat, who will make too much money out of your company.

Some management buy-outs are, of course, immensely successful. The dream of all buy-out managers or backers is to orchestrate an exit, or flotation on the Unlisted Securities Market or stock market, so they can cash in their shares.

Alice Rawsthorn

The US Scene

Scramble for piece of the pie

EARLY THIS year, many analysts believed that hungry dealmakers were losing their taste for leveraged buyouts. Stock prices were high and institutional investors seemed to be growing wary of highly leveraged financing.

Billion Dollar Takeovers in 1985

Table with columns: Company bought, Buyer, Value (\$ bn). Includes RCA, Bestrice Company, General Foods, etc.

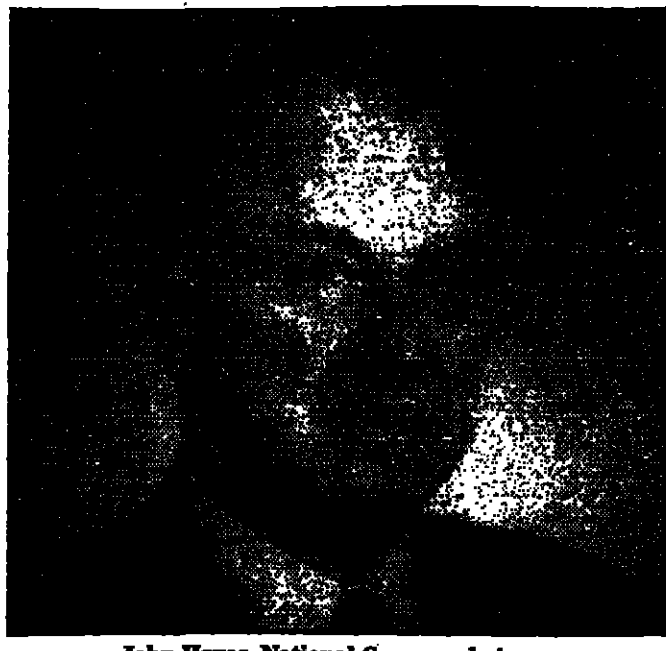
US Subsidiary Buyouts

Table with columns: Year, Number, Total value (\$m). Includes 1978, 1979, 1980, etc.

US Whole Company Private Deals

Table with columns: Year, Number, Total value (\$m). Includes 1979, 1980, 1981, etc.

They can also plan long-term corporate strategies. Stockholders of public companies acquired in buy-outs also benefit from the higher prices generally paid for their shares.



John Hayes, National Gypsum chairman and chief executive

US Leveraged Buyouts

Table with columns: Year, Total deals, Deal revolving price (\$m), Known prices (\$m).

* 8 months Source: Mergers & Acquisitions magazine

Gypsum Buyout Estimated Costs

Table with columns: Item, Cost. Includes Goldman Sachs, Salomon Bros, Dillon Read, etc.

Invasion fears left behind

NOT ONCE in 47 years did National Gypsum Company of Dallas fail to pay dividends to its stockholders. Last year the large manufacturer of construction supplies repurchased 531,000 shares and gave its shareholders a 3 for 2 split.

Profile

Gypsum

and April, prime interest rates declined 20 per cent, fuelling new housing construction and the interest of other investors.

construction company. Four companies were to be divested, including Binings Building Products of Lexington, North Carolina, where management had entrepreneurial ambitions of its own and wanted to protect its 800 workers.

Mr Bill Mitchell, now president of Billings, had worked for National Gypsum for 38 years and had run Binings, a profitable producer of aluminum doors and windows, since it was acquired in 1974. Working with Gabelli Rosenthal, partner of an aggressive, New York group, a new buy out was sealed.

Nancy Dunne

None of these dangers, however, seems to have curbed the prevailing appetite for privatization. The entrepreneurial spirit is alive and well, says Mr Mark Solow, senior managing director of Manufacturers Hanover Trust, a leader in the buyout boom.

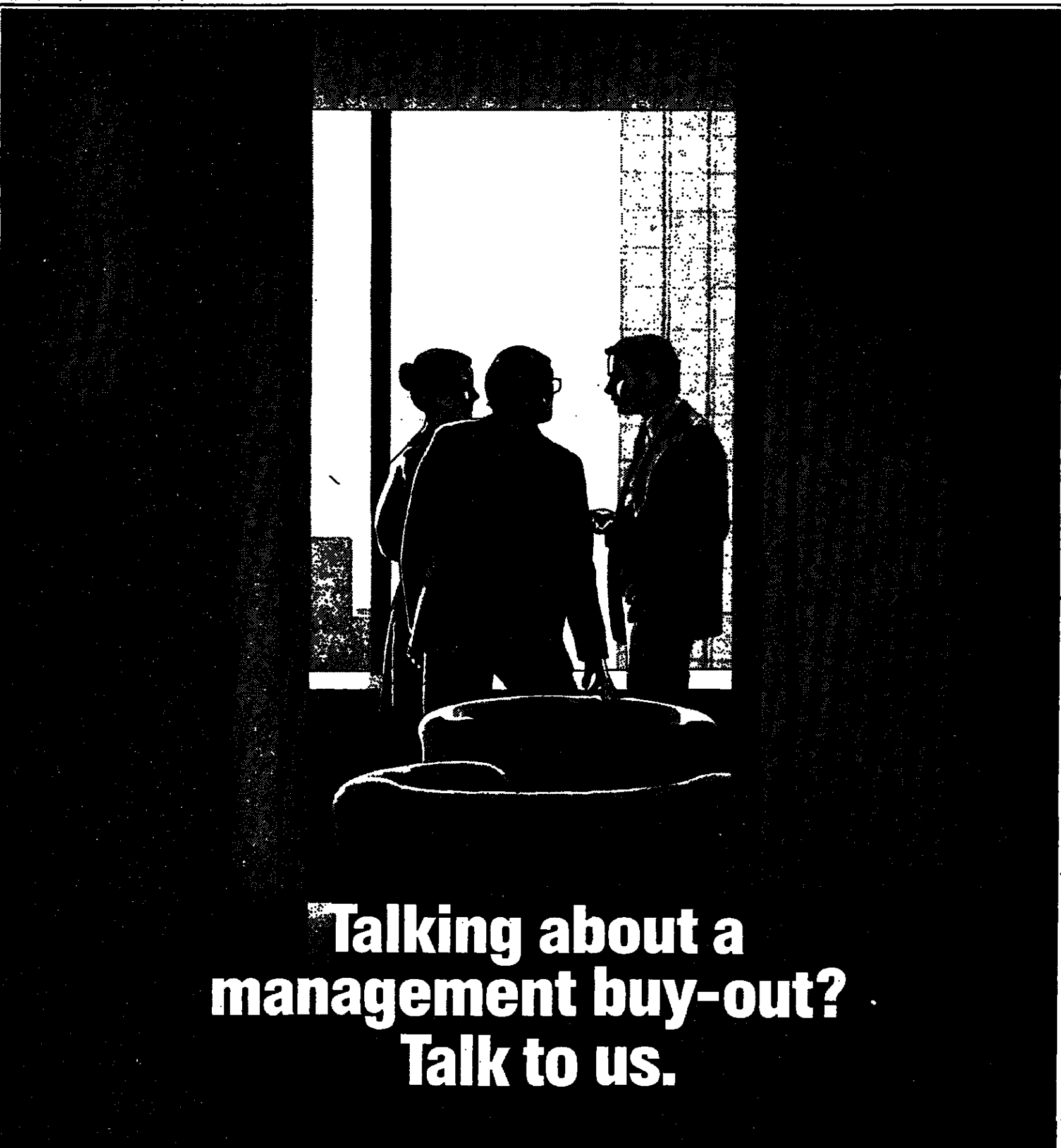
market is dominated by the institutions and is a risky short-term venture for small investors. Mr Sikora says he expects a hiccup in the numbers next year, but financiers will soon find a way to get around tax reform.

law, which will reduce depreciation allowances and force up prices of takeovers. Mr Sikora says he expects a hiccup in the numbers next year, but financiers will soon find a way to get around tax reform.

buyouts were called boot-strap financings. Huge buyouts, financed with mostly borrowed funds, did not become a powerful force until the late 1970s, when the economic climate was amenable—stocks were below value, there were few curbs in leveraging and money was plentiful.

Management buyouts are sound only under the following conditions, he says: A company must have a strong, stable earnings history with a predictable cash flow.

Nancy Dunne



Talking about a management buy-out? Talk to us.

Inside your company there may be a thriving business struggling to get out.

You may well feel you could bring this about if only you were able to control your own destiny and carry through your best ideas.

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If you have the drive and ambition we have the expertise and experience to help you overcome the many complex problems that will inevitably arise.

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Price Waterhouse



Muscling into the top tier

WHEN Drexel Burnham Lambert moves into its new \$600m headquarters in New York's World Trade Centre, it will physically assume a place in American private banking to match its growth and growing presence, if not respect.

Profile

Drexel Burnham Lambert

In less than a decade, when some banks have been taken over by major corporations and financial institutions or gone public to raise capital, Drexel Burnham has managed to mobilise its private—sometimes very private—resources to muscle its way among the traditional top-tier banks.

The bank's development has come largely from its high-yield bond activity, a \$15bn a year enterprise pioneered by Drexel Burnham.

Mr Robert E. Litton, the bank chairman, who has overseen its rise over the past decade, traces the high-yield market back to 1977, when three factors converged.

Big corporations started to sell less than investment-grade debt publicly. Second, institutional-type buyers were willing to downgrade portfolios because inflation forced them to find ways to improve their returns on investment.

Third, and developed by us, sufficient capital had to be devoted to marketmaking in quantities to provide a liquid aftermarket.

Mr Litton, an informal man with a strong forward manner, takes credit for being an integral part of this market. "Companies could not place the merchandise unless customers were convinced there would be an aftermarket," he says.

The one area in which the market is in adopting the generally accepted term "junk bonds" for the high-yield paper. "I would love to get rid of the term," Mr Litton says. "It is a misnomer."

"Junk bonds" originally referred to securities downgraded by the rating agencies to BAA1 or lower for Moody's and BB-plus or lower for Standard & Poor's. The junk bonds are original issues with yields about 3 per cent higher than top-rated ones. In the present market as interest rates come down, the spread has expanded to as much as 5.5 per cent.

by company insiders, does not break down what proportion of its income comes from high-yields. Estimates put them at 25 per cent of turnover and a higher proportion of profits.

Controlling over half of the high-yield market has sparked achievements in other departments. To start with, it hired top personnel from other banks such as Mr Martin A. Siegel, the major mergers-and-acquisitions banker from Kidder Peabody, Mr Sam Hunter, vice-chairman of Merrill Lynch.

Such aggressiveness has seen Drexel Burnham grow to 7,000 staff, become third in mortgage-backed securities and third, behind Salomon Brothers and First Boston, in corporate underwriting. While it trailed others in the top six with only 171 issues, the amount involved—\$18.2bn—ranked higher than two-thirds of the "special tier" (Goldman Sachs, Morgan Stanley, Shearson Lehman and Merrill Lynch).

The rise has not been free of controversy in the closely knit, highly competitive and high-pressure environment of American investment banks. Particularly resented was the bank's ability to capitalise on a low-prestige, minor activity, turning it into a profitable niche and a vehicle for fundamentally changing financial markets and ultimately, American industry.

By upgrading the whole idea of high-yield securities, Drexel Burnham has moved bonds down-market to cover thrifts and entrepreneurial insurance companies, which learned to borrow as well as buy bonds in a fairly closed circle around Drexel Burnham banker Mr Mike Milken. Mr Milken, aged 40, gained most of the firm's publicity recently, with US papers comparing him to J.P. Morgan and J.R. Ewing.

His personal wealth, acquired while bringing respectability (or at least popularity) to high-

yield bonds, is considerable. He has worked closely with better known financiers, notably Mr Carl Linder, an Ohio savings bank owner, and Mr Saul Steinberg, New York insurance company owner. These used their banks to buy Drexel Burnham high-yields, while they then borrowed through the same group to make other acquisitions.

Mr Milken's importance has grown as he has found different ways to invest his backers' money. In 1983, he raised the first \$1bn management buy-out for Mr John Kluge, Metromedia's owner.

Mr Kluge, who started his communications conglomerate as a small Washington television station after the Second World War, turned an astute investor. Two years later he joined the company, selling the broadcasting part to Mr Rupert Murdoch for \$1.2bn, while unloading the seemingly less significant rights to cellular phone systems for another \$1bn.

The practice in management buyouts of taking companies private for a couple of years and refloating them at big premiums has been controversial for Drexel Burnham and its management buyout partners, Kohlberg Kravis Roberts. But even more controversial has been a practice begun in 1984 of using high-yields to finance takeovers of major US companies.

Drexel Burnham finances some of America's most feared takeover specialists. Mr T. Boone Pickens, Mr Saul Steinberg, and Mr Victor Posner, while encouraging the careers of a new takeover group that includes Mr Ronald Perelman of Revlon, Mr Steve Wynn of Golden Nugget and Mr Samuel Heyman of GAF.

Such activities have given Drexel Burnham the reputation as "killer dobermans" and the "Libya of investment banks." Mr Litton would prefer a more human face on the bank, which he says has grown from "tracking and developing the most talented people, of whom Mr Milken is the prime example, though there are many more."

Frank Lipsius

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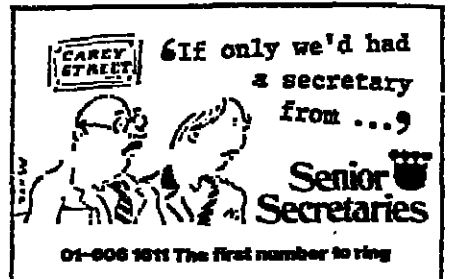
For further information, ring Stephen Black or Andrew Sells

THOMPSON CLIVE & PARTNERS LIMITED 24 Old Bond Street, London, W1X 3DA Tel: 01-491 4909



SECTION II - COMPANIES AND MARKETS
FINANCIAL TIMES

Friday October 10 1986



OCS logo and text: STILL THE LARGEST PRIVATELY OWNED CLEANING AND PROPERTY SERVICES GROUP...

Pepsico boosts earnings 21% in third quarter

By David Blackwell in New York
PEPSICO, the US soft drinks and food group, has boosted earnings and sales in the third quarter...

Heavy demand for Elf shares

By David Housego in Paris
THE SHARE offer for Elf Aquitaine, the French state oil group, has been oversubscribed almost four times, according to early estimates...

Pharmacia bids SKr 1.27bn for rival

PHARMACIA, the Swedish pharmaceuticals and biotechnology group, yesterday announced plans to take over LKB, the instruments and chemicals company, for a total of SKr 1.27bn (\$186m)...

BNL chiefs defended

By John Wyles in Rome
THE BANK of Italy said yesterday that a leaked report on the management of Italy's largest commercial bank, Banca Nazionale del Lavoro, did not imply a judgement on its efficiency or corporate strategy...

ITT, CGE 'clear deal hurdles'

By Terry Dodsworth in London
ITT, the US multinational, gave a strong indication yesterday that it had cleared most of the hurdles in its proposed telecommunications joint venture with Compagnie Generale d'Electricite (CGE), the French state-owned electrical group...

AMI falls into loss

By Our New York Staff
AMERICAN Medical International (AMI), one of the leading US hospital groups, has incurred heavy losses for fiscal 1986 - its first full-year deficit for 25 years - despite strong revenue gains...

US regional banks sharply up

By William Hall in New York
CHEMICAL NEW YORK Corporation, parent of the sixth biggest US bank, yesterday reported a 3.7 per cent increase in its third-quarter net income to \$99.1m, while several smaller regional US banks reported sharp increases in earnings...

Wagons-Lits seeks 80% rise by 1988

By John Wyles in Rome
WAGONS-LITS, the Belgian travel catering and hotels group, is seeking an 80 per cent rise in profits by the end of 1988 on the back of a major development of its hotels division...

Ford lifts payout 18%

By Our New York Staff
FORD MOTOR, the second biggest US car maker, yesterday raised the dividend for the fourth quarter from 55 cents to 65 cents - an 18 per cent increase on the third quarter dividend...

Hambros seeks wider links in Europe

By Our Financial Staff
HAMBROS, the UK merchant bank which recently cemented links with Istituto Bancario San Paolo di Torino of Italy, said yesterday it would welcome other new shareholders as part of its drive for wider European co-operation...

Investment banking is not just a 24-hour global presence. It's a 24-hour global presence in both the primary and the secondary markets.

NOTICE OF REDEMPTION
US\$ 150,000,000
DKB ASIA LIMITED
GUARANTEED FLOATING RATE NOTES DUE MAY 1996

U.S. \$250,000,000
National Australia Bank Limited
UNDATED SUBORDINATED FLOATING RATE NOTES

UBS Capital Markets Group
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Zurich, London, New York, Tokyo, Singapore, Frankfurt, Toronto.

NATIONAL BANK OF CANADA

NOTICE TO THE NOTE HOLDERS OF 16 1/2% DEPOSIT NOTES DUE MAY 15, 1988

Notice is hereby given that pursuant to the terms of the 16 1/2% Deposit Notes, \$6,000,000 principal amount of 16 1/2% Deposit Notes has been drawn by lot by the undersigned on behalf of the Principal Paying Agent, for redemption, on the 17th November, 1986.

The said Deposit Notes so called for redemption will therefore be redeemed on the 17th day of November 1986, at 100% of the principal amount so called, plus accrued and unpaid interest to the date of redemption if applicable, upon surrender of the said Deposit Notes with, thereto attached, all interest coupons, maturing 17th November, 1986, and thereafter at any of the following Paying Agents:

- National Bank of Canada, 535 Madison Avenue, New York 10022
- National Bank of Canada, Princes House, 95 Gresham Street, London EC2V 7LU
- Manufacturers Hanover Bank Luxembourg S.A., 39 Boulevard Prince Henri, Luxembourg.

Notice is hereby given to note holders of the above issue that Manufacturers Hanover Bank, Belgium S.A./N.V. will with effect from close of business of 15th October, 1986 cease to act as Paying Agent for the above Deposit Notes.

Notice is also hereby given that interest upon Deposit Notes so called for redemption shall cease to be payable from and after the said redemption date, namely the 17th day of November 1986, and coupons for interest maturing after the said date, namely the 17th day of November 1986, shall be void.

The designating letter and numbers of the Deposit Notes so called for redemption are:

| | | | | | | | | | | |
|-------|-------|-------|-------|-------|-------|-------|-------|-------|-------|-------|
| X0001 | X0007 | X0012 | X0014 | X0016 | X0021 | X0022 | X0031 | X0033 | X0034 | X0034 |
| X0042 | X0044 | X0047 | X0050 | X0054 | X0058 | X0063 | X0065 | X0069 | X0070 | X0100 |
| X0102 | X0105 | X0106 | X0114 | X0124 | X0135 | X0143 | X0146 | X0155 | X0161 | X0161 |
| X0174 | X0180 | X0186 | X0187 | X0207 | X0223 | X0238 | X0239 | X0247 | X0251 | X0251 |
| X0252 | X0265 | X0269 | X0272 | X0281 | X0292 | X0306 | X0320 | X0321 | X0340 | X0340 |
| X0346 | X0347 | X0354 | X0365 | X0366 | X0374 | X0381 | X0383 | X0401 | X0404 | X0404 |
| X0411 | X0420 | X0423 | X0445 | X0451 | X0452 | X0454 | X0459 | X0464 | X0467 | X0467 |
| X0473 | X0486 | X0490 | X0493 | X0494 | X0497 | X0501 | X0503 | X0507 | X0514 | X0514 |
| X0523 | X0526 | X0549 | X0560 | X0561 | X0574 | X0579 | X0581 | X0586 | X0592 | X0592 |
| X0604 | X0612 | X0628 | X0640 | X0647 | X0650 | X0657 | X0659 | X0666 | X0679 | X0679 |
| X0695 | X0701 | X0710 | X0713 | X0717 | X0718 | X0721 | X0731 | X0732 | X0738 | X0738 |
| X0745 | X0753 | X0754 | X0756 | X0772 | X0776 | X0781 | X0786 | X0792 | X0794 | X0794 |
| X0805 | X0826 | X0831 | X0835 | X0835 | X0838 | X0838 | X0847 | X0877 | X0877 | X0877 |
| X0885 | X0899 | X0903 | X0909 | X0914 | X0918 | X0926 | X0933 | X0934 | X0935 | X0935 |
| X0939 | X0943 | X0945 | X0946 | X0950 | X0959 | X0970 | X0971 | X0972 | X0975 | X0975 |
| X0976 | X0980 | X1003 | X1008 | X1009 | X1010 | X1034 | X1042 | X1056 | X1059 | X1059 |
| X1066 | X1068 | X1073 | X1073 | X1089 | X1100 | X1110 | X1112 | X1121 | X1126 | X1126 |
| X1127 | X1140 | X1158 | X1169 | X1180 | X1180 | X1182 | X1185 | X1199 | X1202 | X1202 |
| X1226 | X1230 | X1242 | X1244 | X1260 | X1270 | X1271 | X1272 | X1281 | X1282 | X1282 |
| X1283 | X1290 | X1294 | X1303 | X1311 | X1317 | X1330 | X1335 | X1340 | X1348 | X1348 |
| X1349 | X1350 | X1352 | X1365 | X1382 | X1393 | X1398 | X1399 | X1409 | X1420 | X1420 |
| X1425 | X1434 | X1435 | X1442 | X1439 | X1442 | X1447 | X1457 | X1461 | X1467 | X1467 |
| X1469 | X1479 | X1488 | X1494 | X1500 | X1502 | X1506 | X1511 | X1537 | X1549 | X1549 |
| X1550 | X1555 | X1557 | X1558 | X1564 | X1571 | X1573 | X1574 | X1576 | X1589 | X1589 |
| X1592 | X1594 | X1600 | X1609 | X1613 | X1627 | X1637 | X1641 | X1643 | X1649 | X1649 |
| X1657 | X1658 | X1659 | X1660 | X1669 | X1688 | X1693 | X1695 | X1699 | X1711 | X1711 |
| X1712 | X1721 | X1725 | X1740 | X1743 | X1755 | X1757 | X1767 | X1770 | X1775 | X1775 |
| X1782 | X1786 | X1801 | X1805 | X1810 | X1825 | X1837 | X1838 | X1844 | X1865 | X1865 |
| X1884 | X1887 | X1902 | X1906 | X1910 | X1924 | X1928 | X1932 | X1947 | X1957 | X1957 |
| X1963 | X1968 | X1982 | X1985 | X1989 | X1996 | X2017 | X2023 | X2024 | X2027 | X2027 |
| X2030 | X2036 | X2040 | X2042 | X2043 | X2074 | X2084 | X2085 | X2091 | X2098 | X2098 |
| X2107 | X2111 | X2117 | X2119 | X2134 | X2142 | X2147 | X2152 | X2163 | X2164 | X2164 |
| X2181 | X2184 | X2192 | X2196 | X2201 | X2209 | X2211 | X2212 | X2216 | X2214 | X2214 |
| X2221 | X2225 | X2229 | X2231 | X2233 | X2234 | X2236 | X2246 | X2267 | X2268 | X2268 |
| X2274 | X2275 | X2276 | X2281 | X2305 | X2309 | X2318 | X2336 | X2341 | X2342 | X2342 |
| X2349 | X2355 | X2365 | X2366 | X2370 | X2374 | X2378 | X2382 | X2385 | X2386 | X2386 |
| X2388 | X2390 | X2407 | X2409 | X2412 | X2415 | X2421 | X2422 | X2437 | X2446 | X2446 |
| X2448 | X2451 | X2453 | X2456 | X2465 | X2470 | X2480 | X2486 | X2498 | X2510 | X2510 |
| X2513 | X2517 | X2521 | X2534 | X2536 | X2542 | X2546 | X2567 | X2580 | X2588 | X2588 |
| X2592 | X2594 | X2609 | X2610 | X2612 | X2616 | X2621 | X2627 | X2648 | X2656 | X2656 |
| X2680 | X2683 | X2686 | X2688 | X2696 | X2703 | X2706 | X2725 | X2726 | X2728 | X2728 |
| X2731 | X2732 | X2740 | X2744 | X2749 | X2757 | X2762 | X2784 | X2789 | X2796 | X2796 |
| X2797 | X2798 | X2805 | X2807 | X2813 | X2851 | X2852 | X2862 | X2869 | X2880 | X2880 |
| X2884 | X2903 | X2905 | X2906 | X2915 | X2925 | X2933 | X2935 | X2948 | X2954 | X2954 |
| X2958 | X2960 | X2968 | X2973 | X2979 | X2986 | X2988 | X3002 | X3008 | X3011 | X3011 |
| X3024 | X3025 | X3033 | X3034 | X3041 | X3051 | X3057 | X3067 | X3076 | X3080 | X3080 |
| X3089 | X3112 | X3118 | X3128 | X3130 | X3135 | X3136 | X3140 | X3142 | X3151 | X3151 |
| X3153 | X3159 | X3165 | X3188 | X3195 | X3196 | X3202 | X3203 | X3219 | X3223 | X3223 |
| X3232 | X3233 | X3242 | X3247 | X3249 | X3253 | X3263 | X3265 | X3272 | X3281 | X3281 |
| X3286 | X3293 | X3297 | X3299 | X3300 | X3303 | X3305 | X3310 | X3325 | X3326 | X3326 |
| X3359 | X3373 | X3381 | X3382 | X3387 | X3389 | X3392 | X3393 | X3419 | X3421 | X3421 |
| X3422 | X3431 | X3435 | X3445 | X3453 | X3472 | X3474 | X3475 | X3478 | X3482 | X3482 |
| X3493 | X3504 | X3522 | X3526 | X3532 | X3552 | X3556 | X3569 | X3576 | X3577 | X3577 |
| X3579 | X3594 | X3616 | X3629 | X3635 | X3652 | X3656 | X3659 | X3662 | X3680 | X3680 |
| X3691 | X3693 | X3711 | X3731 | X3732 | X3739 | X3742 | X3749 | X3751 | X3753 | X3753 |
| X3768 | X3777 | X3788 | X3793 | X3810 | X3812 | X3827 | X3829 | X3832 | X3833 | X3833 |
| X3838 | X3839 | X3852 | X3853 | X3857 | X3862 | X3864 | X3877 | X3882 | X3885 | X3885 |
| X3899 | X3905 | X3915 | X3911 | X3915 | X3923 | X3930 | X3933 | X3937 | X3938 | X3938 |
| X3939 | X3945 | X3946 | X3948 | X3951 | X3953 | X3957 | X3959 | X3960 | X3961 | X3961 |
| X3964 | X3967 | X3970 | X3971 | X3975 | X3986 | X3987 | X3991 | X3993 | X3994 | X3994 |

The following numbers were called for redemption on 15th November, 1985 and have not yet been presented for payment:

| | | | | | | | | | |
|-------|-------|-------|-------|-------|-------|-------|-------|-------|-------|
| X0009 | X0705 | | | | | | | | |
| X0617 | X0636 | X0653 | X0680 | X0699 | X0704 | X0724 | X0725 | X0726 | X0733 |
| X0741 | X0751 | X0752 | X0755 | X0759 | X0762 | X0773 | X0774 | X0777 | X0778 |
| X0780 | X0783 | X0798 | X0800 | X0804 | X0811 | X0813 | X0817 | X0829 | X0834 |
| X0839 | X0848 | X0853 | X0854 | X0858 | X0857 | X0864 | X0873 | | |

The principal amount of 16 1/2% Deposit Notes outstanding after the said redemption date will be: US\$19,000,000.
Manufacturers Hanover Limited, London as Drawing Agent
10th October, 1986

INTL. COMPANIES

CBS revenue ahead but profits decline to \$28m in quarter

BY DAVID BLACKWELL IN NEW YORK

CBS, the troubled US broadcasting group, suffered a slight decline in the third quarter, with net profits of \$28.8m or \$1.09 a share against profits from continuing operations of \$28.1m or \$1.06 last time. Revenues edged ahead to \$1.15bn from \$1.12bn.

CBS said that although its operating profits were 20 per cent higher

in the latest quarter, income from continuing operations was down because of several unusual charges. These included write-downs on film rights and other assets, costs associated with the closure of the CBS Technology Center and charges related to staff reductions.

The company was not optimistic about the outcome for the full year, citing the seasonal nature of several of its key operations, and the weakness of the advertising market - particularly for network television - which it expected to continue.

its from continuing operations reached \$151.8m or \$6.06 a share, against \$147.2m or \$5.12 a share last time. The latest figure includes \$12m from discontinued operations offset by an extraordinary loss of \$11.7m. This left a final net profit of \$152.1m or \$6.07 a share.

The 1985 nine-month figure includes a loss of \$56.5m from discontinued operations and a further loss from disposals of \$120.8m, resulting in a final net loss of \$28m. Revenues were \$3.57bn, against \$4.1bn last time.

N. AMERICAN QUARTERLIES

| | | | |
|---------------------------|-------|-----------|-----------|
| COLT INDUSTRIES | | 1986 | 1985 |
| Motor aerospace parts | | | |
| Revenue | ..... | \$ 288.2m | \$ 272.0m |
| Net profit | ..... | 24.5m | 31.5m |
| Net per share | ..... | 1.36 | 1.44 |
| Nine months | | | |
| Revenue | ..... | 1.59bn | 1.77bn |
| Net profit | ..... | 78.2m | 106m |
| Net per share | ..... | 4.08 | 4.75 |
| HEAD CORPORATION | | 1986 | 1985 |
| Paper, pulp and packaging | | | |
| Revenue | ..... | \$ 27.4m | \$ 25.0m |
| Net profit | ..... | 36.3m | 35.6m |
| Net per share | ..... | 1.58 | 0.78 |
| Nine months | | | |
| Revenue | ..... | 2.25bn | 2.10bn |
| Net profit | ..... | 88.2m | 80.2m |
| Net per share | ..... | 2.85 | 2.50 |
| WHEELPOOL CORPORATION | | 1986 | 1985 |
| Household appliances | | | |
| Revenue | ..... | \$ 1.71bn | \$ 88.4m |
| Net profit | ..... | 66.2m | 44.7m |
| Net per share | ..... | 1.51 | 1.52 |
| Nine months | | | |
| Revenue | ..... | 3.02bn | 2.62bn |
| Net profit | ..... | 107.4m | 136.8m |
| Net per share | ..... | 4.27 | 3.82 |

Ryan rejects \$292m offer by NV Homes

BY OUR NEW YORK STAFF

RYAN HOMES, a US housebuilding concern, has rejected the \$45-a-share unsolicited offer by the much smaller NV Homes, a housebuilding company operating in the Washington DC area.

But Mr Dwight Sehar, chairman and chief executive of NV Homes, said his group would examine its offer, which values Ryan at \$292m. He was "shocked and dismayed" at the Ryan board's unanimous rejection of the offer, and fully expected

Ryan shareholders to tender their shares at the offer price.

He declined to disclose how many shares had been tendered since the bid was launched last month, but said that 945 was higher than Ryan's stock price during the past two years.

Earlier Ryan said it would amend its poison pill shareholders' rights plan. Mr Sehar said the move indicated that the poison pill was not working.

EQUITABLE RANCORPORATION OVERSEAS FINANCE N.V.
US\$50,000,000
Guaranteed Senior Floating Rate Notes due 1994
For the three month period 9th October 1986 to 9th January 1987 the Notes will carry an interest rate of 6 1/2% per annum with a Coupon amount of US\$156.53 per US\$1,000 Note, payable on 9th January 1987
Bankers Trust Company, London Agent Bank

Complimentary copies of the Financial Times are now available to clients of Heli-Air Monaco.
FINANCIAL TIMES EUROPE'S BUSINESS NEWSPAPER
heli-air monaco

MIM BRITANNIA UNIT TRUST MANAGERS LIMITED
Scheme of Amalgamation
MIM Equity Exempt Unit Trust with Britannia Exempt Trust (now MIM Britannia Exempt Trust)
As a result of the passing of Extraordinary Resolutions by the unitholders of the above Trusts at separate meetings, the Scheme became effective on 7th October, 1986. The terms of exchange of units of MIM Equity Exempt Unit Trust for units of MIM Britannia Exempt Trust is as follows:
1 Distribution Unit of MIM Equity Exempt Unit Trust = 4.77121 Units of MIM Britannia Exempt Trust
1 Accumulation Unit of MIM Equity Exempt Unit Trust = 6.84286 Units of MIM Britannia Exempt Trust
On 7th October, 1986 the name of Britannia Exempt Trust was changed to MIM Britannia Exempt Trust. Replacement certificates for the former unitholders of MIM Equity Exempt Unit Trust will be despatched not later than 6th December, 1986.

Brasilvest S.A.
Net asset value as of 30th September, 1986
per Cr\$ Share: 28,286
per Depository Share: U.S.\$18,556.20
per Depository Share: (Second Series) U.S.\$17,707.21
per Depository Share: (Third Series) U.S.\$15,068.05
per Depository Share: (Fourth Series) U.S.\$14,077.69

NOTICE OF REDEMPTION
DnC INTERNATIONAL FINANCE B.V.
(Formerly Nordic International Finance B.V.)
U.S. \$40,000,000
Guaranteed Floating Rate Notes 1991
DnC
NOTICE IS HEREBY GIVEN that in accordance with Condition 7 (c) of the Second Schedule of the Trust Deed dated 6th November 1981, constituting the Notes, the Company will redeem all outstanding Notes at their principal amount on 12th November 1986, when interest on the Notes will cease to accrue.
Repayment of principal will be made against presentation of the Notes with unexpired coupons attached, at the offices of any one of the Paying Agents listed below.
Bankers Trust Company
Deedwood House
69 Old Broad Street
London EC2P 2EE
Bankers Trust Company
Corporate Trust and Agency Group
4 Albany Street
New York NY 10015
Banque Indomete Luxembourg
39 Allee Scheffer
Luxembourg
Banque de Belgique SA
rue des Colonies 40
B 1000 Brussels
Bankers Trust GmbH
Rockenheimer Landstrasse 39
6000 Frankfurt am Main 1
Bankers Trust AG
Dresdnerstrasse 6
PO Box 4471
CH 8022 Zurich
Novofinanz-Bank Zurich
Bahnhofstrasse 1
PO Box
CH 8022 Zurich
Accrued interest due 12th November, 1986 will be paid in the normal manner against presentation of Coupon No. 10, on or after 12th November, 1986.
Bankers Trust Company, London Agent Bank
10th October 1986

Eni International Bank Limited
(Incorporated with limited liability under the laws of the Commonwealth of the Bahamas)
U.S. \$200,000,000
GUARANTEED FLOATING RATE NOTES DUE 1991
UNCONDITIONALLY AND IRREVOCABLY GUARANTEED AS TO PAYMENT OF PRINCIPAL AND INTEREST BY
ENTE NAZIONALE IDROCARBURI
(A Public Corporation of the Republic of Italy)
Notice is hereby given that for the initial three months interest period from October 9th, 1986 to January 9th, 1987 the Notes will carry an interest rate of 5 1/4% per annum. The interest payable on the relevant interest payment date, January 9th, 1987 will be U.S.\$146.94 per U.S.\$100,000 principal amount of Notes.
By: The Chase Manhattan Bank, N.A., London, Agent Bank.
October 10th, 1986

We take great pleasure in announcing that
JAMES E. WASHBURN
has been invited to become a General Partner
William Blair & Company
Chicago
Park House,
16, Finsbury Circus,
London EC2M 7DJ
October 1986

Burroughs Corporation
has acquired
Sperry Corporation
We acted as financial advisor to Burroughs Corporation in this transaction.
James D. Wolfensohn
Incorporated
September, 1986

This announcement appears as a matter of record only.
THE BANK OF YOKOHAMA, LTD.
London Branch
U.S. \$100,000,000
Revolving Underwriting Facility and Euro-Certificate of Deposit Programme
Arranged by
Merrill Lynch Capital Markets
Managing Underwriters of the Revolving Underwriting Facility
Bankers Trust International Limited
First Interstate Capital Markets Limited
Chase Investment Bank
Westpac Banking Corporation
Principal Placing Agent
Merrill Lynch Capital Markets
Facility Agent
First Interstate Capital Markets Limited
Dealers of the Euro-Certificate of Deposit Programme
Merrill Lynch Capital Markets
Bankers Trust International Limited
First Interstate Capital Markets Limited
Chase Investment Bank
Westpac Banking Corporation
September 1986

INTERNATIONAL COMPANIES and FINANCE

Pan-Electric Industries put into liquidation

By Steven Butler in Singapore

A SINGAPORE court yesterday ordered Pan-Electric Industries, the collapsed property and marine salvage group, into liquidation, ending six months of opposition by shareholders to the final break-up of the company.

Price Waterhouse, which has served as receivers and managers, and then provisional liquidators for the company, was appointed liquidator by the court.

Shareholders had argued in court that Price Waterhouse made no errors in evaluating the worth of Pan-Electric and that the company was solvent at the time it had been ordered into provisional liquidation.

Mr Justice Lal Kew Chai, however, said that the evidence for Pan-Electric's insolvency was overwhelming. He granted a request from counsel for the bank's petitioning to wind up the company that statements about errors or the lack thereof in the work of Price Waterhouse should not be admitted, as they were irrelevant to the basic finding that Pan-Electric was insolvent, and because Price Waterhouse was not in a position to defend itself at the hearing.

Mr David Mason of Price Waterhouse said that it continued to stand by the accuracy of its reports on Pan-Electric. He argued that the company would have required an immediate, massive injection of cash in order to become viable, and that this cash was not available.

The collapse of Pan-Electric in November last year prompted a crisis of confidence in the Stock Exchange of Singapore that led to an emergency three-day closing of the market while a rescue was worked out.

Rescue attempts collapsed when Mr Tan Koon Swan, a director of the company, failed to inject cash into the company as promised. Mr Tan has since been jailed in connection with charges stemming from misuse of company funds.

Most of Pan-Electric's main assets, which included the Orchard Hotel, and Seien, a large marine salvage company, have already been disposed of by the provisional liquidators.

JCI to float ferro-chrome unit on Johannesburg SE

BY JIM JONES IN JOHANNESBURG

JOHANNESBURG Consolidated Investment (JCI), the South African mining house, has offered shareholders a direct participation in Consolidated Metallurgical Industries (CMI), its ferro-chrome producer, which will be quoted on the Johannesburg Stock Exchange on November 8. The house's original intention of acquiring a primary listing for the shares on the London Stock Exchange has been abandoned though trading is expected to take place under Rule 555.4.A.

Shareholders of JCI, apart from those in Canada and the US, have been offered one CMI share for every 10 JCI shares. On completion of the issue, CMI will have 42.5m shares in issue of which 35m

will be held by JCI, together with its associated companies and its parent, Anglo American Corporation; 178,500 shares will be held by JCI executives and the remaining 7.5m by outside investors.

CMI's ferro-chrome plant near the Thabazimbo town of Lydenburg was brought into production in 1977. Its two production lines are each capable of producing 75,000 tonnes of ferro-chrome a year, all of which is exported to the US, Japan and Europe. The product contains about 52 per cent chrome and the production technology is based on that developed by Shouken Denryoku. The directors warn that ferro-chrome markets are cyclical. In 1982 and 1983 CMI suffered

Sony plans expansion of overseas production

SONY CORPORATION plans to expand overseas production from the present 22 per cent to 35 to 40 per cent of its total sales, while placing more emphasis on visual and audio devices such as colour televisions, video tape recorders (VTRs), compact discs and CD players, Kyodo reports from Tokyo.

The company plans to increase the monthly production of CDs in the US from the present 1.5m units to 2m by the year-end and to 4m next year and domestic production will be raised from 3m a month to 4m by the year end.

CD production is expected to begin in Australia in the summer next year and will be about 1m a month, bringing the company's total monthly CD output to 6m next year.

Sony is also expected to begin production of 8mm VTRs with a monthly capacity of 5,000 units in France later this year.

The French plant will supply 8mm VTR parts to existing production facilities in West Germany and Spain and will put out CD players at a monthly rate of 10,000 units.

Pao to reduce stake in Wharf

BY DAVID DODWELL IN HONG KONG

SIR YUE-KONG PAO, one of Hong Kong's most influential businessmen, took a second step yesterday towards the reorganisation of his property and shipping interests when he announced plans to dilute his master company's holding in Wharf (Holdings), his main property group, by means of a share placement that will raise over HK\$700m (US\$89.8m).

The first move came last week when World International (Holdings), Sir Y. K. Pao's master company, paid HK\$492m for Lane Crawford, the Hong Kong retail group. Lane Crawford was owned by Hongkong Realty, a company

secured by Sir Y. K. Pao when he took control of the Wheelock-Marden group in the middle of last year.

Wholesale reorganisation of Sir Y. K. Pao's corporate empire has been mooted ever since he acquired Wheelock. The plan is to gradually assimilate into the parent group.

Reorganisation is expected to be carried out piecemeal over a period of months. In a move clearly linked with the reorganisation, Sir Yue-Kong recently resigned his positions as chairman of Wharf, and of his shipping subsidiary, East Asia Navigation. He has passed

these positions into the hands of his sons in law, Mr Peter Wood and Dr Helmut Schonen.

World International is to place 55m shares in Wharf at a price of HK\$8.50 a share. This will reduce World's holding in Wharf from 65 per cent to just 40 per cent.

A World spokesman said last night that funds raised by the placement will be used to further the group's diversification programme following the Lane Crawford acquisition.

The placement has been underwritten by Wardley and has been arranged jointly by stockbrokers James Capel and Hoare Govett.

First Pacific Holdings to acquire Hong Nin Bank

FIRST PACIFIC Holdings, the Hong Kong-based financial group controlled by the Liem family of Indonesia, has agreed to acquire Hong Nin Bank, one month after the Hong Kong Government assumed management control and extended emergency credits to the troubled institution, AP-DJ writes from Hong Kong.

The terms of First Pacific's acquisition differ only slightly from a proposal the group put forward in July to acquire Hong Nin, a small local bank.

That proposal was temporarily shelved by the government's intervention on September 8, when it was disclosed that the bank's shareholders funds of HK\$150m (US\$17m) might prove inadequate to cover problem loans of as much as HK\$150m.

Since then, First Pacific has been engaged in what Mr

Puma suffers fall in US turnover

PUMA RUDOLF Dassler Sport, the West German sporting goods producer, is facing difficult conditions in the US, its most important export market, because of stiff competition and the dollar's steep decline against the Deutsche Mark, Rester reports from Munich.

US turnover so far this year has fallen in Deutsche Mark terms compared with the same 1985 period, the company said yesterday. Although domestic turnover was up 20 per cent and sales were also higher on other export markets, these gains could not fully compensate for the lower US turnover.

Puma still expects to meet its dividend target for 1986.

The company, like other athletic shoe producers, admits it has lost shoe market share in the US to Reebok this year.

NOTICE OF REDEMPTION AND TERMINATION OF CONVERSION RIGHTS To the Holders of

Matsushita Electric Industrial Co., Ltd. (Matsushita Denki Sangyo Kabushiki Kaisha) 6% Convertible Debentures Due November 20, 1990 (the "Debentures")

NOTICE IS HEREBY GIVEN that, pursuant to Article Four of the Indenture dated as of November 20, 1978 and amended as of October 1, 1982 under which the Debentures were issued, the Company has elected to redeem on November 20, 1986 all the Debentures then outstanding in accordance with the provisions of the Indenture.

The price at which the Debentures will be redeemed will be 101% of the principal amount thereof and will be U.S. \$1,010 per U.S. \$1,000 principal amount.

Payment of the redemption price will be made upon presentation and surrender of the Debentures (in the case of coupon Debentures, together with all coupons appertaining thereto maturing after November 20, 1986) on or after November 20, 1986 at the Corporate Trust Office of The Bank of Tokyo Trust Company in New York City, 100 Broadway, New York, N.Y. 10005 or at the principal office in the city indicated of any of the following Paying Agents:

The Bank of Tokyo Trust Company in London
The Bank of Tokyo, Ltd. in Brussels, Frankfurt/Main, Milan, and Paris
The Bank of Tokyo (Holland) N.V. in Amsterdam
The Bank of Tokyo (Luxembourg) S.A. in Luxembourg
Bank of Tokyo (Switzerland) Ltd. in Zurich
The Sumitomo Bank, Ltd. in London and Brussels

From and after November 20, 1986, interest on the Debentures will cease to accrue. Interest payable on November 20, 1986 will be paid in the usual manner.

CONVERSION OF DEBENTURES INTO COMMON STOCK

The Debentures may be converted into Common Stock of the Company or, at the option of the holders, into American or International Depositary Receipts, at the conversion price (with Debentures taken at their principal amount translated into Japanese yen at the rate of Yen 300 equals U.S. \$1) of Yen 400 per share of Common Stock. The Company's Common Stock and American or International Depositary Receipts are issuable only in Units of 1,000 shares of Common Stock or integral multiples thereof. A cash adjustment will be made for any fraction of a Unit.

Each Debentureholder who wishes to convert his Debentures should deposit his Debentures (in the case of coupon Debentures, together with all unexpired coupons) and a written notice to convert (the form of which notice is available from any of the following) with Morgan Guaranty Trust Company of New York, at its corporate trust office in New York City, 30 West Broadway, New York, N.Y. 10015 or at its principal office in Brussels or with any of the Paying Agents specified above. SUCH CONVERSION RIGHTS WILL TERMINATE AT THE CLOSE OF BUSINESS ON NOVEMBER 18, 1986. The reported closing price of the Company's Common Stock on the Tokyo Stock Exchange on October 5, 1986 was Yen 1700 per share. The reported closing price of the Company's American Depositary Shares, representing ten shares of Common Stock, on the New York Stock Exchange on October 5, 1986 was \$110 1/4 per ADS. The selling price of U.S. dollars of telegraphic transfer against yen vis-a-vis customers quoted by a leading authorized foreign exchange bank in Tokyo on October 5, 1986 was U.S. \$1 equals Yen 155.10.

MATSUSHITA ELECTRIC INDUSTRIAL CO., LTD.
By: The Bank of Tokyo Trust Company,
as Trustee
October 10, 1986

Burroughs Corporation

has acquired

Sperry Corporation

The undersigned acted as financial advisor to Burroughs Corporation in this transaction.

LAZARD FRÈRES & Co.

September 16, 1986

Receivership for Promet

PROMET, THE financially troubled Malaysian marine engineering and property conglomerate, failed yesterday in its bid to overturn High Court orders obtained by creditor banks appointing receivers and freezing the group's assets, AP-DJ reports from Kuala Lumpur.

U.S. \$100,000,000

The Sumitomo Trust Finance (H.K.) Limited

(Incorporated in Hong Kong)

12 3/4% Guaranteed Notes Due 1992

NOTICE IS HEREBY GIVEN that pursuant to Condition 5(c) of the Notes, US \$1,000,000 principal amount of the Notes has been drawn for redemption on 10th November, 1986, at the redemption price of 101% of the principal amount, together with accrued interest to 10th November, 1986. The serial numbers of the Notes drawn for redemption are as follows:-

| | | | | | | | | | | | | | | | | | | | |
|------|------|------|------|------|------|------|------|------|------|-------|-------|-------|-------|-------|-------|-------|-------|-------|-------|
| 85 | 1177 | 2027 | 3257 | 4372 | 5382 | 6444 | 7327 | 8118 | 9155 | 9787 | 11132 | 11821 | 13075 | 14358 | 15177 | 16191 | 16994 | 19015 | 19525 |
| 95 | 1255 | 2407 | 3395 | 4511 | 5584 | 6494 | 7379 | 8200 | 9177 | 9526 | 11434 | 12100 | 13304 | 14500 | 15300 | 16301 | 17060 | 19066 | 19562 |
| 120 | 1306 | 2453 | 3443 | 4527 | 5663 | 6584 | 7458 | 8206 | 9221 | 10104 | 11206 | 12043 | 13351 | 14577 | 15510 | 16301 | 17060 | 19066 | 19562 |
| 171 | 1364 | 2653 | 3498 | 4658 | 5782 | 6702 | 7529 | 8439 | 9291 | 10224 | 11253 | 12311 | 13685 | 14797 | 15530 | 16436 | 17264 | 19101 | 19644 |
| 245 | 1456 | 2691 | 3385 | 4700 | 5803 | 6715 | 7547 | 8467 | 9295 | 10241 | 11281 | 12316 | 13712 | 14863 | 15618 | 16680 | 17394 | 19189 | 19834 |
| 333 | 1614 | 2941 | 3749 | 5128 | 5876 | 6719 | 7581 | 8614 | 9478 | 10418 | 11411 | 12399 | 13888 | 14872 | 15630 | 16720 | 17566 | 19212 | 19845 |
| 452 | 1620 | 3078 | 4024 | 5198 | 5898 | 7042 | 7631 | 8789 | 9425 | 10436 | 11515 | 12439 | 13963 | 14990 | 15734 | 16780 | 17683 | 19232 | 19866 |
| 502 | 1957 | 3110 | 4088 | 5229 | 6248 | 7079 | 7741 | 8861 | 9440 | 10938 | 11554 | 12580 | 14054 | 15024 | 15760 | 16938 | 18035 | 19331 | 19874 |
| 1035 | 2000 | 3180 | 4090 | 5255 | 6254 | 7086 | 7840 | 8990 | 9495 | 10955 | 11582 | 12622 | 14065 | 15058 | 15942 | 16955 | 18777 | 19470 | 19907 |
| 1044 | 2016 | 3202 | 4233 | 5260 | 6366 | 7140 | 7969 | 9097 | 9603 | 10976 | 11620 | 13010 | 14341 | 15107 | 16103 | 16958 | 18818 | 19473 | 19958 |

On the 10th November, 1986, the said redemption price will become due and payable upon each Note to be redeemed, together with accrued interest from 20th February, 1986 to 10th November, 1986 amounting to US \$435.90 per US \$5,000 Note. On and after that date, interest on the said drawn Notes will cease to accrue. Payment of the Notes to be redeemed will be made on or after 10th November, 1986 upon presentation and surrender of the said Notes, with all coupons appertaining thereto, at the office of any of the Paying Agents mentioned thereon. After 10th November, 1986 US \$9,000,000 principal amount of Notes will remain outstanding.

The Chase Manhattan Bank, N.A., London,
Fiscal and Principal Paying Agent

10th October, 1986

This announcement appears as a matter of record only. October 1986

£100,000,000

Certificate of Deposit Programme

The Hokkaido Takushoku Bank, Ltd.

London Branch

Dealers

Barclays de Zoete Wedd Limited
Samuel Montagu & Co. Limited
S. G. Warburg & Co. Ltd.

Arranged by
Samuel Montagu & Co. Limited

SARAKREEK HOLDING NV

Herengracht 595, 1017 CE Amsterdam

On May 21, 1986 we informed our shareholders that coupon 13—entitled to a 5% stock dividend—would be exchangeable for shares until September 5, 1986.

The shares reserved for that purpose are now sold. All coupons numbered 13 will only be exchangeable for cash from September 5, 1986 onward. As this distribution will be out of the share premium account no Dutch withholding tax is due and consequently an amount of Dfl 4.54 per ordinary share of Dfl 25.00 par will be kept available.

Amsterdam, September 19, 1986
Management Board

Notice to holders of

THE NOMURA SECURITIES CO., LTD.

U.S. \$100,000,000

6 1/4% per cent. Bonds due 1988 with Warrants to subscribe for shares of Common stock of The Nomura Securities Co., Ltd.

Notice is hereby given that, in accordance with the provisions of the Paying and Warrant Agency Agreement dated 7th November, 1983 in relation to the above Bonds and Warrants whereby The Bank of Tokyo Trust Company acting through its London office was appointed as Custodian, The Bank of Tokyo Trust Company acting through its London office, has elected to resign its office as Custodian, such resignation to become effective as of 12th December, 1986 (the "Effective Date"). On the Effective Date, Bank of Tokyo International Limited acting through its London office located at Newgate House, 20-24 Moorgate, London EC2R 6DH will replace The Bank of Tokyo Trust Company acting through its London office as Custodian in relation to the above mentioned Bonds and Warrants.

The Toyo Trust and Banking Company, Limited
Principal Paying Agent.
10th October, 1986

£200,000,000

Nationwide Building Society

Floating Rate Notes Due 1995

| | |
|-------------------------------------|--------------------------------------|
| Interest Rate | 10 1/2% per annum |
| Interest Period | 8th October 1986 8th January 1987 |
| Interest Amount per £5,000 Note due | 8th January 1987 £137.84 |

Credit Suisse First Boston Limited
Agent Bank

Development Bank of the Philippines

U.S. \$30,000,000

Guaranteed Floating Rate Notes due 1990

Guaranteed by the Republic of the Philippines

In accordance with the provisions of the above Notes, notice is hereby given that for the six months from 9th October 1986 to 9th April 1987, the Notes will carry an interest rate of 6 1/2% per annum.

The interest payable on each U.S. \$5,000 Note on the relevant interest payment date, 9th April 1987 against Coupon No 10 will be U.S. \$164.31.

Agent Bank: Lloyds Merchant Bank

INTERNATIONAL CAPITAL MARKETS and COMPANIES

Andrew Gowers and Michael Fields on what economic downturn in a Gulf state means for the offshore banks

Bahrain forced to lower its sights as financial centre

UNCERTAINTY is deepening in Bahrain's offshore banking community as it tries to adjust to the sharp reversal of economic fortunes in the Gulf over the past two years and grapples with a far-reaching change in the pattern of its business.

As in just about every other financial centre of the world, the fashion is for investment banking. But bankers in Bahrain are finding the shift from traditional forms of activity to fee-generating business to be fraught with problems.

From the mid-1970s overseas banks and regional investors were encouraged to set up Offshore Banking Units (OBUs) in Bahrain. At first the idea was that they would complete a chain of money markets around the world and would carve themselves a role in recycling the region's huge capital surpluses. But the Bahraini ties came to centre on regional money market operations and on lending for projects in Saudi Arabia.

The downturn in construction and trade brought on by falling oil prices, coupled with a resulting rash of bad debts, has caused most banks to retrench, and has left many wondering what their Bahrain operations should be doing in the next few years.

The news is by no means all bad, however. Ibrahim Abdul Karim Mohammed the Finance

Minister, reacted angrily this year to bank departures, warning those which withdrew that they cannot expect to be let back in if, and when, the good times return.

Yet the number of overseas banks — 13 in all — that have closed OBUs, investment banks or representative offices in Bahrain since the beginning of 1984 is small in relation to the 71 OBUs, 16 investment banks and 63 representative offices still listed.

Those that have gone — like Kreditbank this year and Security Pacific in 1985 — were

merchant bank. More worrying for the Government is that just about every OBU operating in Bahrain — from Citibank and Barclays to the locally incorporated units — has had to dismiss staff recently. Employment is a highly sensitive issue in Bahrain, one of the less prosperous Gulf states, and educated Bahrainis have been encouraged to seek careers in banking — and to expect commensurate salaries.

According to the Bahrain Monetary Agency, the central bank, employment in the banking sector as a whole has de-

creased by about 10 per cent over the last two years.

Yet there is no escaping the fact that fewer institutions in Bahrain these days have a clear sense of their role or of how they are going to make money into the 1990s.

Many of the OBUs talk of investment banking — of advising companies and arranging mergers and acquisitions, and of boosting their capital market

activity and portfolio management work.

The hoped-for transition is clearly not going to happen overnight. Corporate consultancy is an unproven art in the Gulf, and few bankers believe it will catch on particularly fast.

The management of the big family companies is too personal to be receptive to outside advice. Regional capital markets have not even begun to develop.

Uncertainty is very acute among the locally incorporated OBUs, with the exception of Arab Banking Corporation and Arab International Bank. These banks — notably Bahrain Middle East Bank, United Gulf Bank, Bahrain International Bank and Kuwait Asia Bank — were set up with large sums of capital in the early 1980s, principally as an outgrowth of the ill-fated speculation that was gripping the Kuwaiti economy. They joined the Gulf's corporate lending bonanza and the international syndicated loan market.

But by definition as OBUs they were never able to develop a deposit base. Also, since the opportunities for lending with inter-bank money have begun to peter out and profit margins narrowed, they have been unable to duplicate facilities.

Yet some bankers believe that would simply spread their bad debt burden rather than providing them with a profitable new line of business.



Ibrahim Abdul Karim Mohammed: they cannot expect to be let back in if and when the good times return.

Two of the local OBUs — Bahrain International Bank and United Gulf Bank — are now devoting themselves entirely to investing their own capital in western securities and real estate. This may be profitable, but it also calls into question their status as banks.

The other route for Bahraini offshore banks is to try to create a niche for themselves in international capital markets. Arab Banking Corporation, has strengthened its presence in London during the past 18 months, and has moved to build a diversified deposit base by buying Banco Atlantico in Spain and Sun Hung Kai Bank in Hong Kong. The more conservatively managed Gulf International Bank is also actively dealing in securities from its headquarters in Bahrain, while Bahrain Middle East Bank is giving itself an entrée into western markets by setting up joint financial ventures with Bank Leu in Switzerland and members of the Hambro family in London.

All this necessarily entails a lowering of sights for Bahrain as a financial centre. It has a well-positioned time zone for trading and ready access to the continuing capital surplus of the region. The challenge for its banks is to develop the expertise and the connections to be able to exploit those advantages.

Fewer institutions in Bahrain these days have a clear sense of their role or how they are going to make money into the 1990s. The hoped-for transition to investment banking is not going to happen overnight.

Three Eurodollar issues in thin trading

BY CLARE PEARSON

EUROBOND prices drifted in thin trading yesterday but three fixed-rate Eurodollar deals for well-known state-backed issuers were launched. Borrowers stayed in the short maturities, however, since this is the only area attracting demand at the moment from investors concerned about a long-term exposure to the US dollar.

This tactic generally proved successful.

Samuel Montagu was first of the mark yesterday with a \$150m five-year 7 per cent deal, priced at 100 $\frac{1}{2}$, for Calson Nationale des Telecommunications (CNT), guaranteed by France. The lead manager said it made sizeable sales early in the day to Far Eastern investors, who are still displaying an appetite for short-dated, government-backed Eurodollar bonds. Dealers described the

deal as being priced in line with secondary market levels for French state paper.

Later Chase Manhattan launched a \$100m four-year issue for Reule des Telegraphes et des Telephones (RTT), the Belgian telecommunications authority. This was priced with a 7 $\frac{1}{2}$ per cent coupon and 100 $\frac{1}{2}$ issue price. This pricing reflects the bond's large denominations and registered form, making it unattractive to retail investors.

The issues for both CNT and RTT were quoted at discounts to issue price inside the level of their total fees.

Bot dealers were more

enthusiastic about a late \$100m five-year issue for the EEC, led by Credit Commercial de France. The 7 per cent bond was priced at 100 $\frac{1}{2}$ with a 7 per cent coupon, and was quoted at a bid price of 99 $\frac{1}{2}$, comfortably within 1 $\frac{1}{2}$ fees.

Meanwhile, Dresdner Bank tapped both the dollar and the D-Mark sectors with deals led by itself. In dollars, Dresdner issued a \$250m floating-rate note with equity warrants, priced at 110 and paying interest at London interbank bid rate flat. There are \$10,000 and \$100,000 bonds, carrying 30 and 200 warrants respectively.

In the D-Mark, Dresdner launched a DM 500m 5 per cent

five-year bond priced at 107, with warrants into shares at the same price as the dollar bond. This was quoted at 108 bid.

Elsewhere trading in the D-Mark market was lacklustre with prices moving down by about $\frac{1}{2}$ point in places.

Late in the day CSFB-Effektenbank led a DM 150m seven-year 3 $\frac{1}{2}$ per cent par-secured bond with equity warrants for Unesa Bank of Finland.

The DM tranche of the recent four-tranche multi-currency deal for Elders (EM) was quoted yesterday at its par issue price. But the sterling and dollar tranches slipped to as low as 98 bid on one broker's screen, although the lead manager quoted a 99 $\frac{1}{2}$ bid price later in the day.

INTERNATIONAL BONDS

NEW ISSUE These Notes have not been registered under the United States Securities Act of 1933 and may not be offered or sold in the United States of America or to nationals of those countries. These Notes having been sold, this announcement appears as a matter of record only. SEPTEMBER 1986

U.S. \$150,000,000



MetLife Funding, Inc.

(Incorporated in Delaware)

A wholly-owned subsidiary of

Metropolitan Life Insurance Company

7 $\frac{3}{4}$ % Notes Due 1996

- | | |
|--|---|
| Credit Suisse First Boston Limited | Morgan Stanley International |
| Banque Bruxelles Lambert S.A. | Banque Nationale de Paris |
| Chase Investment Bank | Crédit Lyonnais |
| Daiwa Europe Limited | Dresdner Bank Aktiengesellschaft |
| Genossenschaftliche Zentralbank AG Vienna | Girozentrale und Bank der österreichischen Sparkassen Aktiengesellschaft |
| Goldman Sachs International Corp. | Kidder, Peabody International Limited |
| LTCB International Limited | Merrill Lynch Capital Markets |
| The Nikko Securities Co., (Europe) Ltd. | Orion Royal Bank Limited |
| Salomon Brothers International Limited | Swiss Bank Corporation International Limited |
| Union Bank of Switzerland (Securities) Limited | Yamaichi International (Europe) Limited |

CP deal for Hawker Siddeley

By Our Euromarkets Correspondent

HAWKER SIDDELEY, the UK engineering group, has appointed Credit Suisse First Boston, Bankers Trust and S. G. Warburg to act as dealers in its new four-tranche Eurodollar paper programme.

The programme is designed to finance the company's recent acquisitions in the US and to provide funds for more acquisitions. Mr Geoffrey Conner, its treasurer, said yesterday.

It follows the recent arrangement of a standby loan facility for the company which was oversubscribed and increased to \$150m from an original \$100m. Despite its size the facility fee of five basis points for the first four years rising to 6 $\frac{1}{2}$ points for the next 3 $\frac{1}{2}$.

The deal includes Barclays, Bankers Trust, CIBC, Royal Bank of Canada, Midland, Credit Suisse, Deutsche, Westpac and Societe Generale.

Manufacturers Hanover has arranged a \$150m Eurodollar facility for F. L. Smith, the Danish industrial group, which involves an underwritten portion of \$80m. Other terms were not disclosed.

Air France sets up \$150m loan facility

By Our Euromarkets Correspondent

AIR FRANCE has launched a \$150m, seven-year loan facility in the Eurodollar market under the leadership of Credit Lyonnais. The deal carries an annual commitment fee of 5 basis points, which is higher than that prevailing on the recent \$800m facility for Credit National, but this reflects the fact that debt of the state-owned airline does not carry an official guarantee.

The facility, the amount of which will be limited to \$75m in the first two years of its life, will allow Air France to raise money through the sale of Eurodollar notes or by soliciting short-term cash advances from participating banks.

It will be backed up by a standby credit carrying interest at the London interbank offered rate for Eurocurrency deposits, plus a utilisation fee of up to 1 $\frac{1}{2}$ basis points depending on how much is drawn.

Credit National's deal meanwhile closed syndication yesterday with subscriptions of \$600m, exactly twice the amount sought. Although the deal will not be increased, this marks a strong success, given its very fine terms. Some 30 per cent of the total is being provided by Japanese banks and 15 per cent by French banks.

Peat Marwick and KMG US merger approved

By Our Financial Staff

THE US partners of Peat Marwick Mitchell International and those of KMG/Main Hurdman Goerdeler, have approved the proposed merger of the two accounting and consulting firms in the US.

Peat Marwick said Mr John A. Thompson, KMG's chairman, would serve as executive vice-president of the merged company. Mr Larry D. Horner, Peat Marwick's chairman and chief executive, will retain his position. Internationally the merged firm will be called Klynveld Peat Marwick Goerdeler.

Euro-paper programme by Farm Credit of Canada

By HAIG SHONMAN

FARM CREDIT Corporation, the AAA-rated Canadian Government entity, is launching the first Euro-commercial paper programme, which specifically envisages Canadian dollar paper sales to investors in Europe.

The programme, which is to be signed next week, has been arranged by Swiss Bank Corporation International, Dominion Securities, McLeod Young Weir and Wood Gundy as co-dealers.

This is only the fourth time

a Canadian issuer has tapped the Euro-commercial paper market.

Farm Credit Corporation, which has an existing commercial paper programme in Canada, provides long-term credit and financial advice to Canadian farmers.

The new programme allows paper to be issued either in US or Canadian dollars, with notes in \$500,000 denominations in either currency, offering investors arbitrage opportunities.

Chemical names new investment bank chief

By Peter Montagu, Economics Correspondent

CHEMICAL BANK yesterday appointed Mr John Howland Jackson, a director of Kleinwort Benson, to be the new head of its London investment banking arm.

The unexpected announcement marks the start of an ambitious attempt by Chemical to raise its profile in the international capital markets.

The bank has also appointed Mr Cyrus Ardalan, chief of a division of the World Bank, to head a new product development department for its investment banking division in New York.

Mr Albert Fishman, Chemical's senior executive vice-president in charge of investment banking, said "These appointments are a big indication of Chemical Bank's progress in developing as a major player in global corporate finance and capital market activities."

Mr Alex Gibson, currently managing director of the London-based Chemical Bank International is to leave the bank "to pursue other interests". Mr Gibson was not available for comment yesterday.

Chemical is the sixth largest US bank in terms of assets and the 10th largest bank in the world in terms of net income, but has been slow to make its mark in international capital markets.

Chilean purchase by NZ Dairy Board

NEW ZEALAND Dairy Board is to acquire a majority shareholding in Amagro, the Chilean agricultural company.

The NZ\$60m purchase price will be financed by borrowing. Dai Hayward reports from Wellington.

The board controls one of Chile's three largest dairy companies with a distribution system covering 75,000 outlets.

FT INTERNATIONAL BOND SERVICE

Listed are the 300 latest international bonds for which there is an adequate secondary market. Closing prices on October 9

| ISSUER | Face Value | Term | Rate | Yield | Change |
|----------------|-------------|-------|-------|--------|--------|
| AMSTERDAM | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| BARCELONA | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| BELGIUM | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| BRAZIL | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| CANADA | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| FRANCE | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| GERMANY | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| HONG KONG | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| INDONESIA | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| JAPAN | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| KOREA | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| NETHERLANDS | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| NEW ZEALAND | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| RUSSIA | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| SPAIN | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| SWEDEN | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| SWITZERLAND | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| TAIWAN | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| THAILAND | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| UNITED KINGDOM | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| USA | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |
| WEST GERMANY | 100,000,000 | 10/96 | 7.50% | 100.50 | +0.10 |

البحرين

Chemical names new investment bank chief

Chilean purchase NZ Dairy Board

PRICE

These securities have been sold outside the United States of America and Japan. This announcement appears as a matter of record only.

NEW ISSUE

30th September, 1986



The Nomura Securities Co., Ltd.

(Nomura Shoken Kabushiki Kaisha)

U.S.\$200,000,000

3 1/2 per cent. Bonds due 1991

with Warrants

to subscribe for shares of the common stock of The Nomura Securities Co., Ltd.

Issue Price 100 per cent.

Nomura International Limited

- List of international banks including Bank of Tokyo International Limited, Banque Indosuez, and others.

These securities have been sold outside the United States of America and Japan. This announcement appears as a matter of record only.

NEW ISSUE

25th September, 1986

BANCA NAZIONALE DEL LAVORO BNL BANCA NAZIONALE DEL LAVORO

LONDON BRANCH

¥10,000,000,000

3 per cent. Bull Depository Receipts due 1991

and

¥10,000,000,000

3 per cent. Bear Depository Receipts due 1991

Issued by The Law Debenture Trust Corporation p.l.c. evidencing entitlement to payments in respect of principal and interest on deposits with

Banca Nazionale del Lavoro

London Branch

Issue Price 101.875 per cent.

Nomura International Limited

Banca Nazionale del Lavoro

First Chicago Limited

Mitsui Finance International Limited

PaineWebber International

Salomon Brothers International Limited

Toyo Trust International Limited

These securities have been sold outside the United States of America and Japan. This announcement appears as a matter of record only.

NEW ISSUE

30th September, 1986



The Nomura Securities Co., Ltd.

(Nomura Shoken Kabushiki Kaisha)

U.S.\$200,000,000

3 1/2 per cent. Bonds due 1991

with Warrants

to subscribe for shares of the common stock of The Nomura Securities Co., Ltd.

Issue Price 100 per cent.

Singapore Nomura Merchant Banking Limited

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NEW ISSUE

2nd October, 1986



ASAHI CHEMICAL INDUSTRY CO., LTD.

(Asahi Kasei Kogyo Kabushiki Kaisha)

U.S.\$200,000,000

3 1/2 per cent. Bonds 1991

with Warrants

to subscribe for shares of common stock of ASAHI CHEMICAL INDUSTRY CO., LTD.

Issue Price 100 per cent.

Nomura International Limited

Yamaichi International (Europe) Limited

Sumitomo Finance International

Dai-ichi Kangyo International Limited

Morgan Stanley International

The Nikko Securities Co., (Europe) Ltd.

Daiwa Europe Limited

IBJ International Limited

Fuji International Finance Limited

Commerzbank Aktiengesellschaft

County NatWest Capital Markets Limited

Kleinwort Benson Limited

Lloyds Merchant Bank Limited

LTCB International Limited

Morgan Guaranty Ltd

New Japan Securities Europe Limited

Société Générale

Union Bank of Switzerland (Securities) Limited

UK COMPANY NEWS

McCorquodale white knight quits

BY NIKKI TAIT

McCorquodale, the printing and publishing company which is fighting an unwanted £140m bid from the smaller printing group, Norton Opax, yesterday announced that it has terminated discussions with its "mystery" white knight.

At the same time, the company put out a profits forecast, estimating that it has made about £14m before tax in the year to end-September, compared with £10.2m last year.

Although the identity of the white knight was never officially disclosed, the market was convinced that it was Ertel, the printing, news agency and publishing group.

Commenting on the breakdown, Mr John Holloran, McCorquodale's chief executive, said: "It was due to factors outside our control—it was not because the two companies didn't like the look of each other."

The intervention of Mr Robert Maxwell, the publisher, who built up a 7.5 per cent stake in McCorquodale earlier this month, had not helped, he added. "Any bidder has to be reasonably certain of ending up with 100 per cent."



Mr John Wood, left, chairman designate of McCorquodale and Mr Richard Hanwell, chief executive of Norton Opax.

Mr Maxwell was believed to be interested in blocking a potential bid by Ertel, in which he has a 26 per cent share.

Other potential white knights have been rumoured for McCorquodale in the past, but after yesterday's profit forecast and with its defence document likely to be published next week, the company appears determined to see off Norton Opax on its own. Said Mr Holloran, "My view is that

McCorquodale will remain independent—we are confident." Equally confident is Mr Richard Hanwell, chief executive at Norton Opax, who said yesterday that he believed that McCorquodale had waved the white flag. Norton Opax's offer, its final closes on October 22. The company holds 12.8 per cent of McCorquodale, but Norton's share price, down 7p to 263p on the news, remains a little above the 260p level at which Norton Opax could start

adding to its stake again.

McCorquodale shares slipped 4p to 156p on the announcement.

The McCorquodale profits forecast is in line with analysts' estimates, and the pre-tax total is helped by a £2.5m reduction in pension costs during 1986. The company says that profits from financial products have increased sharply thanks to higher market shares, better margins and improved productivity.

Database publishing and book and magazine production have also done well, though there will be a fall in the contribution from associates.

The company also expects to incur a lower tax charge, 27 per cent against 31 per cent last time, leaving earnings per share of 20p, compared with 12.54p in 1985. There will be a further £2.5m profit below the line, resulting from the sale of its 25 per cent interest in The Dealers' Digest.

A final dividend of 5.25p a share will be recommended, making a total of 8p for the year, 40 per cent up on 1985. The figures make no allowance for the costs of fighting the Norton Opax bid.

TSB could have quiet start at above 90p

By Richard Tomkins

THE POST OFFICE was last night gearing itself up for one of its biggest mailings as it prepared to deliver 5m letters of acceptance or rejection to applicants for shares in the TSB in time for the start of dealings today.

The deliveries will add to the Post Office's normal workload of 42m letters a day by nearly 12 per cent, but it was confident that it would be able to cope.

"Our record has been pretty good with previous issues such as British Telecom and Britoil," the Post Office said. "Our target is to achieve next-day delivery for 80 per cent of first-class letters and we hope to beat that with the TSB."

Some 3.14m people who applied for shares will be receiving an allocation and nearly 2m will receive rejections. The weight of the response to the £1.5bn offer for sale was such that the original date for the despatch of acceptances and rejections had to be put back for two days.

Dealings begin at 9 am this morning and, as with other big issues, the Stock Exchange has decided to open the trading floor 15 minutes early to allow stockbrokers to start queuing for the jobs.

However, many suspect that the start to dealings could be relatively quiet because most investors will not receive their allocations before setting out for work.

The consensus among the jobbers yesterday was that the partly-paid 50p shares would begin trading at 90p to 95p, considerably more than the estimated 85p which had been predicted a week ago. They attributed the rise to the buoyancy of the wider market and the difficulties in accumulating sufficient stock to satisfy the demand from institutional investors.

The higher premium was reflected in trading at 90p to 95p, considerably more than the estimated 85p which had been predicted a week ago. They attributed the rise to the buoyancy of the wider market and the difficulties in accumulating sufficient stock to satisfy the demand from institutional investors.

See Lex

British Syphon sells drinks division as group profits tumble

By Bryan Morrall, chairman and chief executive, said the high level of interest charges and a difficult half year in the paper manufacturing division were responsible for the lower level of profits. The board was satisfied with significant progress in the longer term development of the group.

The operating profit included only one month's contribution by Marshall's, Mr Morrall said, however, that Marshall's had been successfully incorporated into British Syphon. This was resulting in substantial savings in overheads.

British Syphon's profits shortfall came as a rude shock to investors who had been ill-prepared for the downturn by the optimism of the chairman's statement in the annual report, and the shares dropped 14p to 98p. Most of the downturn can be attributed to the paper manufacturing operation, where the cost of installing new capacity turned a profit of £800,000 into a loss of £250,000, but British Syphon is confident that the pleasure to come will have been worth the pain: its paper mill can now lift production from 70,000 tonnes a year to 100,000 tonnes on virtually unchanged overheads. There are other promising signs: Marshall's should be worth £2m a year when cost-cutting is complete and the disposal of Coldflow will cut capital gearing from 100 per cent to 50 per cent. On unchanged profits of £2.1m this year the prospective p/e ratio looks a little rich at 14, but the company might yet justify the rating.

Goldflow and Vending, which will have a turnover this year of about £13m, manufacture and market a range of drinks dispense equipment with particular strengths in beer meters, pumps and remote beer coolers. IMI says the division's activities will complement the existing range of products by IMI Corneliuss which it claims as the leading UK manufacturer of drinks dispense equipment.

Coldflow, which employs 400 people, has two major manufacturing sites at Sheffield and Eastbourne, both of which are planned to stay open. IMI Corneliuss employs 340 at its Alcester and Brighouse sites. IMI sees growth prospects for both companies.

Syphon's results for the half year ending June 30 show that the group achieved operating profits of £2.04m, down from £2.5m. Interest was up to £1.13m from £1.1m to leave earnings per ordinary share at 2.6 (5.8).

The dividend is being paid on enlarged capital following the acquisition of Marshall's Universal and is up by a third to 1.67p.

Royal Bank calls off unit trust takeover

By Clive Wolman

THE PROPOSED take-over of a £100m unit trust management operation by Charterhouse, the merchant banking and investment subsidiary of the Royal Bank of Scotland, has been called off, it was announced yesterday.

As a result, the Royal Bank, which has 876 branches, remains the only bank in the UK's largest six to be without an own-brand set of unit trusts to offer its customers.

The original proposal, announced in August, was for Charterhouse to take over the management of the six unit trusts currently managed by the Life Association of Scotland (LAS) in Edinburgh. The profits of the merged unit trust operation were to be shared between the two companies.

However, discussions have broken down over the terms of how the profits should be divided. Charterhouse, which has over £2.5bn of funds under management, believed that it was entitled to the lion's share of the profits in view of the size of its management operations and its marketing outlets.

In March, Charterhouse recruited as managing director of its investment management subsidiary, Mr Norman Riddell, who was managing director of Britannia Investment Services. Mr Riddell was given a brief to add a unit trust leg to Charterhouse's investment services. "We still intend to acquire or to build up a unit trust group. The larger unit trust companies would give an arm and a leg to have our national branch network as a distribution channel."

New finance director for Babcock

By Charles Batchelor

Babcock International, the engineering group, has appointed a new finance director — Mr Christopher Taylor, currently deputy finance director of Tarmac, the construction company.

He will replace Mr Brian Knightley, currently Babcock finance director, who has been appointed assistant managing director. Mr Knightley said these changes had been made to give him more time to oversee the group expansion programme, which includes acquisitions, and because he was 3½ years away from retirement and a successor had to be found.

He denied the appointments were intended to strengthen the board in the event of Babcock facing a hostile takeover bid.

Last month Rainbow Corporation, the New Zealand leisure group headed by Mr Craig Headley, revealed it had increased its stake in Babcock to about 5 per cent.

Photo-Me betters forecast

Profits before tax of Photo-Me International rose 24.1 per cent to £6.9m in the year to April 30 last beating its estimated forecast by around £0.5m. Turnover showed an 18.3 per cent increase to £57m. The operation from £36.7m to £45.76m, but there was little change in manufacturing, down from £11.23m to £11m.

The strength of overseas currencies in relation to sterling, as referred to in the February interim statement, had a positive effect on the year's results.

The company continued to expand its activities in existing and newly-developed markets. Capital investment in revenue-producing equipment amounted to £5.16m.

The company's new product division successfully launched the Antoprotair range of systems for the professional. This would be demonstrated to shareholders at the forthcoming annual meeting.

After tax of £2.94m (£2.45m) and minority interests of

£715,000 (£737,000) and adding back extraordinary items amounting to £349,000 (nil), available profits increased from £2.26m to £3.25m. Earnings per 25p share, including the exceptional items, are 55.20p (58.87p).

A final dividend of 4p making a total of 5.75p (4.35p) has been proposed and the directors state that it is the intention to increase the interim payment to 2p next year, making a total of 6p for the year.

BIA confidence as profits climb

IN its first figures since joining the Unlisted Securities Market earlier in the year, British Island Airways yesterday reported pre-tax profits up from \$410,000 to \$514,000 in the six months to June 30 1986. Turnover climbed from \$8.94m to £12.44m.

Mr Peter Villa, chairman and managing director, said the long-term outlook for BIA remained good. The small independent

airline was ideally suited to take advantage of the large number of developing opportunities within the airline travel field.

BIA, which provides complete aircraft to holiday tour organisations, companies and specialist clubs on a regular or ad hoc basis, already had a large number of bookings for aircraft during the winter months.

Mr Villa said the second half

of the current financial year had started well and the directors were confident, subject to unforeseen circumstances, that they would meet the profit forecast of £1.5m for the year set contained in the recent prospectus.

The directors intend to propose a final dividend in respect of 1986 of 2.82p, which would be paid in May. Stated earnings per share were 2.7p (2.1p).

Holmes a Court raises stake in Standard

Mr Robert Holmes & Court and his Bell Group confirmed yesterday that they have increased their holding in Standard Chartered, the UK banking group, to just over 10 per cent.

Standard's shares gained 9p yesterday to close at 749p amid speculation of further takeover activity.

Mr Holmes & Court was one of the investors who came to the rescue of Standard Chartered in July when it was fighting off a £1.2bn takeover bid by Lloyds Bank. At the time, he bought an 8 per cent stake and obtained a seat on Standard's board.

Lloyds Bank said yesterday that it had not increased its stake beyond the 4.9 per cent acquired at the time of the bid.

ConsGold to raise dividend

By Kenneth Marston, Mining Editor

Consolidated Gold Fields the London-based international mining finance group hopes to increase its dividend in the current year to next June after having paid an annual 24.5p per share since 1981.

Making this forecast in the annual report, Mr Rudolph Agnew, the chairman, added that a scheme was proposed to offer shareholders a choice of additional shares in place of the cash dividend.

He believed that the group's development of its operational properties "should lead to a substantial improvement in our financial fortunes and, indeed, to a further reduction in our dependence on South Africa," despite this expectation of no major change in markets for the group's products.

Gold is still the group's single most important mining activity

and its new finds made over the past five years in North America amounted to about 4.5m ounces at a cost of discovery equal to US\$20 per oz. By 1988 Gold Fields expected an annual gold output in the US of some 3 tonnes with the Chimney Creek property due to reach production in the spring of that year.

Gold output at the mines in the group's 49 per cent-owned Gold Fields of South Africa fell to 122 tonnes last year from 135 tonnes but higher gold prices lifted working profits by 23 per cent to £1.8m (£588m).

Platinum would come into the picture when the new

R569m Northam mine in the Transvaal came into production in 1992. Its production costs were expected to compare favourably with those of the competitors owing to higher ore grades which should more than compensate for the greater depths of mining.

Meanwhile, he pointed out that Gold Fields' investment policies had reduced the South African contribution to profits. "and even the total curtailment of contributions from that country has long since ceased to pose a threat to the survival of the company."

See Lex

DIVIDENDS ANNOUNCED

| | Current payment | Date of payment | Corresponding dividend | Total for year | Total last year |
|-----------------------|-----------------|-----------------|------------------------|----------------|-----------------|
| British Syphon | 11.67 | — | 1.25 | — | 3 |
| Campari Intl | 0.5 | Nov 17 | 0.5 | — | 1 |
| Druck | 12.6 | Nov 24 | 2.1 | 4.4 | 3.6 |
| Dura Intl | 2 | — | nil | 2 | nil |
| James Finlay | 0.8 | — | 2 | — | 4.15 |
| Goodwin | 0.8 | — | 0.6 | 0.8 | 0.6 |
| Jones Grp | 12.5 | — | 2.5 | — | — |
| Musterlin Group | 11 | Nov 14 | — | — | — |
| Newbold & Burton Intl | 1.54 | — | 1.54 | — | 3.08 |
| Photo-Me | 4 | — | 3 | 5.75 | 4.35 |
| Austin Reed | 12 | Dec 1 | 1.5 | — | 5.5 |
| Ruberoid | 2.4 | — | 2.2 | — | 3.6 |
| Savage | 10.5 | Nov 25 | — | 0.5 | — |
| F. W. Thorge | 2.8 | — | 2.5 | — | 3.9 |
| Wmminster & Country | 5.5 | Nov 28 | 5 | — | 8 |

Dividends shown in pence per share net except where otherwise stated. * Equivalent after allowing for scrip issue. † On capital increased by rights and/or acquisition issues. ‡ USM stock. § Unquoted stock. ¶ To reduce disparity. | Irish pence throughout.

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Credit facilities to finance the acquisition of **the Beverages and Foods Division** of **Cadbury Schweppes plc** by **Premier Brands Limited** Agent and Joint Lender **Citibank, N.A.** London

£8,000,000

Credit facility to finance the acquisition of **GKN Fasteners Division** from **GKN plc** by **European Industrial Services Ltd** Sole Lender **Citibank, N.A.** London

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October 1986

Obstacle remains for Highams over Manchester Ship bid

BY CHARLES BATCHELOR

THE PROTRACTED pursuit of the Manchester Ship Canal Company (MSCC) by Highams, the textile group, has run into another obstacle, it emerged yesterday.

Highams' campaign to win control of MSCC has been bedevilled by the tapered voting structure of MSCC which gives a disproportionately greater voting say to the owners of small numbers of MSCC shares.

Shareholders with up to 100 shares have one vote for every 10 shares, for example, while those with between 100 and 1,000 shares have one vote for every 50 shares. Although Highams owns more than 55 per cent of the MSCC equity it only has 40 per cent of the votes.

Highams, which launched a takeover bid—now worth £37m—for MSCC last May, yesterday converted a previous letter sent to MSCC shareholders. It had claimed it had sufficient acceptances to gain 50 per cent of the MSCC votes.

Highams said yesterday that the takeover panel had requested it to clarify its previous statement. While it had sufficient nominees available to

Waterford has over 50% of Wedgwood

WATERFORD GLASS, the Irish group which on Wednesday announced a £253m takeover bid for Wedgwood, the English fine bone china manufacturer, yesterday clinched the deal by acquiring more shares to take its effective holding to 50.01 per cent.

There had been stock market rumours that a counter bidder might emerge for Wedgwood.

Waterford acquired an 11.7 per cent stake in Wedgwood under its takeover bid. The company is now the largest shareholder with 50.01 per cent, in addition to the undertakings previously received from the holders of 38.2 per cent of Wedgwood.

N. Sea & General shares suspended

The shares of North Sea and General Oil Investments were suspended on Wednesday after the company announced an agreement to buy 43 per cent of Indian Ocean Resources, a listed Australian company.

This deal could lead to Oceanic Equity of Perth, Western Australia taking a 64.5 per cent stake in the company. North Sea, Indian Ocean's assets comprise A\$28m cash, oil and gas acreage and gold mining properties and prospects producing 7,000 ounces a year.

North Sea will issue 40m new shares to acquire the Indian Ocean holding and A\$3.5m for other assets of the company. In addition Oceanic will subscribe in cash for £1.5m new 10 per cent unsecured loan stock of North Sea, convertible into 7.5m shares.

Unity Corp offshoot takes 43% Ifico stake

APA, the insurance arm of Australia's Unity Corp yesterday announced that it had bought almost 2 per cent of shares of the Industrial Finance and Investment Corporation.

Also announced yesterday was the completion by Ifico of its acquisition of F&W Holdings, the Colchester insurance broker. The initial consideration involves the issue of 5.7m shares, 40.7 per cent of Ifico's enlarged equity through a vendor placing to APA. Ifico is also making a one-for-five rights issue, which APA is subscribing to and underwriting.

Last week Mr Terry Ramsden, the financier, announced that his Glen International had increased its stake in Ifico from a little more than 10 per cent to almost 19 per cent.

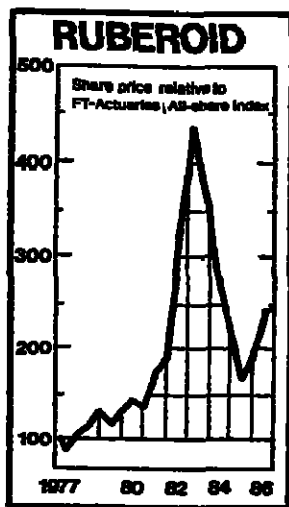
While there is some surprise among analysts that Unity has made these cash purchases, Mr Dennis Vickery, the Australian company's group investment manager, said last night, "We were happy to buy shares existing at 10p and the Takeover Panel, which has already cleared us having a stake in the 41 to 51 per cent range without having to make a full bid, accepted the 2 per cent market purchase we made."

APA is now the largest shareholder in Ifico with 42.71 per cent. APA could obtain more shares from the underwriting. Last night Ifico shares closed at 101p.

Poor weather checks Ruberoid but profits look set for £8m

BY PHILIP COGGAN

Despite poor weather conditions, Ruberoid, the roofing materials group, recorded a 12.1 per cent increase in interim pre-tax profits for the half year to June 30. The interim dividend is being increased to 2.4p (2.2p).



Ruberoid has three main areas of activity: building products; contracting; and paper, plastics and resins. Of the three, building products is by far the most important, contributing 85 per cent of the trading profit last year.

Pre-tax profits were £2.41m (£2.15m) on turnover of £88.15m (£83.28m). After minority interests of £191,000 (£180,000) and taxation of £881,000 (£839,000), earnings per share were 11.5 pence higher at 8.50p (8.03p).

In 1983, Ruberoid bought Camrex (Holdings), a marine and industrial paint maker, for £8m. After substantial losses at Camrex, Ruberoid decided in August 1985 to liquidate the company and is pursuing a contested £8.5m claim against Ernst and Whinney, Camrex's auditors.

comment
Mr Thomas Kenny, Ruberoid's

chairman, can lay claim to producing a most entertaining chairman's statement as evidenced by the number of one-liners in last year's annual report. It was a surprise, therefore, that yesterday's interim report included a reference to bad weather and little else. However, it appears that Ruberoid has little to hide. Housebuilding remains buoyant and the current Indian summer could make up for the dismal winter. The balance sheet looks strong enough to give scope for another acquisition—possibly in Europe to add to the existing Belgian subsidiaries.

The long-running Camrex saga has not soured Mr Kenny's appetite for takeovers. For the full year, pre-tax profits of £8m look achievable. After a tax charge of around 42 per cent (bumped up by the Belgian interests) the shares, at 261p, up 3p on the day, are on a prospective multiple of 10, roughly in line with the building materials sector.

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|------|-----|------------------------|-------|--------|---------|------|--------|-------|-------|
| 146 | 115 | Asa. Brnt. Ind. Ord. | 133 | — | 7.3 | 8.5 | 8.1 | 7.6 | — |
| 151 | 121 | Asa. Brnt. Ind. CULS. | 130 | — | 10.0 | 7.7 | — | — | — |
| 125 | 45 | Arnping Group | 38 | — | 7.9 | 7.9 | 8.0 | 5.4 | — |
| 46 | 28 | Armitage and Rhodes | 35ad | — | 4.2 | 11.7 | 8.0 | 4.8 | — |
| 185 | 108 | Bardon Hill | 180 | +1 | 4.8 | 2.4 | 21.8 | 20.1 | — |
| 81 | 42 | Bry Technology | 80 | — | 4.1 | 8.4 | 8.5 | 8.7 | — |
| 201 | 78 | CCL Ordinary | 91 | +1 | 2.9 | 3.2 | 6.9 | 10.1 | — |
| 152 | 85 | CCL Tropic Carv. Pl. | 89 | +1 | 15.7 | 17.8 | — | — | — |
| 258 | 80 | Carborundum Ord. | 255 | — | 8.1 | 3.8 | 12.3 | 12.8 | — |
| 94 | 83 | Carborundum 7.5pc Pl. | 83 | — | 10.7 | 11.5 | — | — | — |
| 138 | 46 | Daborn Services | 139 | — | 7.0 | 8.0 | 14.5 | 19.0 | — |
| 32 | 20 | Frederick Perter Group | 23 | — | — | — | — | — | — |
| 125 | 50 | George Blair | 105 | — | 3.8 | 3.8 | 2.7 | 3.8 | — |
| 87 | 20 | Ind. Precision Gearing | 87 | +3 | 3.0 | 3.4 | 22.0 | 9.2 | — |
| 218 | 152 | Isla Group | 152ad | — | 18.3 | 12.0 | 8.7 | 8.8 | — |
| 128 | 101 | Jackman Group | 128 | +1 | 8.1 | 4.8 | 8.6 | 7.7 | — |
| 377 | 228 | James Burrough | 368 | — | 17.0 | 4.8 | 10.3 | 9.4 | — |
| 100 | 86 | James Burrough SpCF | 94 | — | 12.9 | 13.7 | — | — | — |
| 1035 | 342 | Muthouse NV | 820 | -10 | — | — | — | — | — |
| 38 | 32 | Robert Jamieson | 379 | — | — | — | — | — | — |
| 100 | 88 | Racord Railway 10cPl | 88 | — | 14.1 | 18.0 | — | — | — |
| 38 | 28 | Scruttons "A" | 37 | — | — | — | — | — | — |
| 122 | 88 | Torday and Carlisle | 122ad | +2 | 5.7 | 4.7 | 7.4 | 7.8 | — |
| 102 | 47 | Water Alexandria | 98c | — | 7.5 | 2.5 | 8.7 | 8.8 | — |
| 70 | 25 | Unifac Holdings | 68 | — | 2.8 | 4.1 | 12.7 | 11.8 | — |
| 228 | 180 | W. S. Vaux | 187 | — | 17.4 | 8.8 | 19.7 | 21.8 | — |

DSL Bank

Deutsche Siedlungs- und Landesrentenbank Bonn-Berlin

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Floating Rate Notes
Schuldverschreibungen — Serie 185
1985/1985

For the three months 10th October 1985 to 9th January 1987 the notes will carry an interest rate of 4.55% (Floor less 0.10%) per annum with a coupon amount for DM 58.85 per DM 5 000,— note. The relevant interest payment date will be 12th January 1987.

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DSL Bank
Deutsche Siedlungs- und Landesrentenbank
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Telephone 02 26 / 889-215
Telex: 228324 DSL Bank

Jones shakes off effects of Iraqi war

EXTREMELY difficult conditions arising from the war in Iraq were experienced by Jones Group, shipping and engineering, in the first half of 1986, but group profits rose from £1.52m to £1.56m in the period.

The directors said the bulk of the company's exposure was on a water treatment contract in the Iraqi city of Basra, and that area had been subject to intermittent shelling throughout the year.

They said however, that the outlook for all divisions for the second half was satisfactory and they believed that the progress achieved in the first half would be maintained.

Before reporting on the full year, an assessment would be made on the final situation in Iraq. Even if a provision was

required, the board was satisfied that last year's profit would be exceeded.

Group turnover was slightly lower at £832.48m (£833.04), and there was a trading profit of £12.29m (£11.94m). The interim dividend is unchanged at 2.5p and stated earnings per share rose from 8.03p to 8.7p.

TUDORBURY SECURITIES

Member of Fimbra

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T S B

CASH SETTLEMENTS

Telephone 01-222 9080

5, Old Queen Street, London SW1E 6JA.

Consistent growth continues with excellent half-year results

| | 6 months ended 30th June 1986 (unaudited) | 6 months ended 30th June 1985 (unaudited) | Percentage Increase | 12 months ended 31st Dec. 1985 |
|--------------------|---|---|---------------------|--------------------------------|
| Profit before tax | £6.936m | £3.256m | 113% | £9.202m |
| Earnings per share | 20.7p | 11.0p | 88.2% | 27.2p |

Prospects

Present indications are that the profits before taxation for the year as a whole will be satisfactory to shareholders. A number of substantial institutional fundings have been agreed which, allied to strong tenant interest in the development programme, should ensure the continued growth in activity and, therefore, dividends of your Company.

John Beckwith CHAIRMAN

The story so far

PRE-TAX PROFITS

1983 1984 1985

EARNINGS PER SHARE

1983 1984 1985

MARKET CAPITALISATION

1984 1985 1986 (30th June)

*Pro forma earnings per share calculated on the basis that the net proceeds from the flotation were invested for the whole of the year.

London & Edinburgh Trust PLC

243 Knightsbridge, London SW7 1DH Telephone: 01-581 1322.

HACHETTE

The Board of Directors of HACHETTE S.A. met on 30 September 1986 to close the accounts of the Company as at 30 June 1986.

The current trading results of HACHETTE S.A. have been particularly good for the first half-year, reaching 111.2 million francs before appreciations and depreciations, as against 79.2 million francs in 1985.

After appreciations and depreciations, they amount to 140.4 million francs as against 79 million francs. This period has been marked by a certain number of operations which reinforce the strategic positions of HACHETTE in France and abroad.

Among these operations the most important ones have been in France, the takeover of Europe No. 1 Communication. This purchase was accompanied by the transfer of shareholding by the Group in "Compagnie Luxembourgeoise de Télédiffusion" and in "Société Pathé Cinéma."

Abroad, the purchase of Curtis in the United States makes the Group the first world Press distributor and reinforces its establishment in the American market, where the success of ELLE-USA is outstanding, exceeding 700,000 copies in September and passing the break-even point with a 12-month lead. A new edition of ELLE will be launched shortly in Spain.

The financial means of the Group, which were already important, have been considerably reinforced with the issue of redeemable bonds carried out in July for an amount of approximately 1 billion francs. The consolidated results which reflect the actual situation of the Group will show an improvement for the year 1986 in relation to former estimates since they should slightly exceed 210 million francs before appreciations and depreciations and be in the neighbourhood of 410 million francs after appreciations and depreciations.

NOTICE TO LOMBARD DEPOSITORS

| Rate for depositors entitled to receive gross interest | Rate for depositors entitled to receive net interest | Gross credited to tax payer |
|---|--|-----------------------------|
| 9% | 6-72% | 9-46% |
| 14 Days Notice Minimum deposit is £2,500 | | |
| Cheque Savings Accounts When the balance is £2,500 and over | | |
| 8 1/2% | 6-35% | 8-94% |
| When the balance is £250 to £2,500 | | |
| 6 1/2% | 4-85% | 6-83% |

Interest is credited on each published rate change, but not less than half yearly.

Lombard North Central
17 Bruton St, London W1A 3DH.

BRITANNIA BUILDING SOCIETY

£100,000,000 Floating Rate Notes Due 1993

Company's 275,000,000 Floating Rate Notes due 1993 issued on 26th November, 1985 and a further £50,000,000 Floating Rate Notes due 1993 issued on 26th June, 1986 (unaudited).

In accordance with the terms and conditions of the Notes, notice is hereby given that for the three month Interest Period from (and including) 26th October, 1986 to (but excluding) 26th January, 1987, the Notes will carry a rate of interest of 11 per cent per annum. The Interest Interest Payment Date will be 26th January, 1987. The Coupon Amount per £10,000 will be £277.26, payable against surrender of Coupon No. 4.

Headway Bank Limited Agents

I.G. INDEX
FT for October
1,273-1,279 (+21)
Tel: 01-828 5699

UK COMPANY NEWS

James Finlay's profits fall by almost £3m at midway

PRE-TAX profits—down from £3.94m to £3.41m—were reported yesterday by James Finlay, international trader and financier, for the six months to June 30, 1986. The interim dividend is held at 2p net—last year's total was 4.15p from profits of £5.42m.

Despite uncertainties, the directors said they hoped to maintain the dividend for 1986.

Three geographical areas incurred losses during the first half, and in the UK and Republic of Ireland the figure was £292,000 against profits of £1.13m. North America had a downturn from profits of £319,000 to losses of £202,000, and in Australia the losses were £19,000 (£588,000 profit).

In Africa however, profits were £3.2m, albeit down from the previous £3.55m. The contribution from Asia (excluding Bangladesh plantations) was £417,000 (£561,000).

The Lock group of companies was still finding trading conditions difficult, but it was hopeful of achieving better results than last year. Other trading interests were performing well, said the directors, and developing satisfactorily under current conditions.

Tea trading had benefited from the recent upturn in tea prices, while Paynes and Sajae

were maintaining their positions, as was James Finlay Corp.

Overall, trading results for the year would depend to a large extent on tea and all prices over the next few months.

As a result of Midstates Oil Co ceasing to be a 50 per cent associate and becoming a 68.5 per cent subsidiary in the current year, consequent on restructuring of the company, pre-tax profit has been arrived at after charging the whole of the company's loss of £1.06m for the period.

Group turnover for the six months was down from £108.57m to £84.28m. Tax took £2.65m (£3.86m), and there was a minority credit of £1.17m (£514,000).

There was an extraordinary credit of £2.12m (£1.8m) which arose after restructuring Midstates produced a gain on extinguishment of borrowing, and the group's 68.5 per cent share of this gain amounted to the figure given.

Stated earnings per 25p share (excluding plantation interests in Bangladesh) were down from 3.5p to 2.1p.

and Bangladesh it is James Finlay's energy interests that look likely to provide the material for 1986's nightmare. Security Pacific Bank was happy to accept \$7m instead of the \$11m owed after it pulled the plug on subsidiary Midstates Oil. It is the \$4m reduction in liabilities arising from this debt swap that has filled the extraordinary account this time. The parent company now has to guarantee the \$7m debt itself and although it is trying to get costs down, energy losses for the year could well total £5m. The improvement in tea prices, for which low Indian output could provide a further fillip later this year, has been steadily gaining pace as 1986 has progressed. This ought to do more than just get the Bangladesh plantations back into profit and the City has tentatively almost done its expectation of the plantation contribution to £9m. However, the worsened energy account more or less balances out the expected tea gains to leave forecasts unchanged at £14m-£15m. At 8p the share price appears to allow little for the 50 per cent gain in London tea prices so far this year but the decision to persevere with Midstates has inevitably been holding the market back.

Austin Reed rises by 17% to £1.8m

BY ALICE RAWSTHORN

Austin Reed, clothing manufacturer and retailer, increased pre-tax profits by 17 per cent to £1.75m in the first half of the year despite lacklustre retail sales.

The combination of adverse weather and the decline in US tourists in the opening months of the year sapped sales at Austin Reed's London shops. The company succeeded in maintaining the level of sales, but profits were affected.

Options, the company's women's wear shops which moved into profit last year, succeeded in improving margins, but trading was more difficult in the men's wear area. Austin Reed completed the disposal of its Cue shops—Cue will continue to trade through departments in Austin Reed units—and sold two of its four branches in the Netherlands. According to the company retail sales have recovered in the first weeks of the second half, after an improvement in the weather and the gradual return of US tourists to London. The manufacturing division fared better. But it encountered problems after a decline in demand from the upmarket retail customers which were most vulnerable to the downturn in tourism.

The knitwear subsidiary, JA Robertson, made its first contribution to profit of more than £100,000 and is expected to produce about £200,000 in the full year. Austin Reed's shirt wear manufacturer suffered from reduced demand for its women's wear, although the company claims to have resolved those problems.

In the 28 weeks to August 16 turnover increased to £31.73m

(£30.51m). Earnings per share rose to 4.0p (3.3p) and the board is paying a dividend of 2.0p (1.5p).

Austin Reed succeeded in reducing its interest charge by £200,000. In the second half it will benefit from the start of a pensions holiday which should contribute £150,000 a year for the two years.

Comment

It seems rather unfair that Austin Reed finally began to lick itself back into shape last year, following Cue and nursing Options into profit—only to be scuppered by wet and windy weather and an outbreak of terrorphobia among US tourists. Without the fall in the interest charge and Robertson's contribution profits would have fallen in the interim period. Nonetheless the news that retail sales are perking up again was enough to raise the shares by 4p to 150p yesterday. Austin Reed is now convinced that it has hit upon the correct strategy. Retailing will be expanded with the introduction of Austin Reed men's wear concessions in the UK and Europe. Manufacturing expansion will permeate to the downturn in tourism.

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In the 28 weeks to August 16 turnover increased to £31.73m

Campari cuts losses to £95,000

BY MIKE SMITH

Campari International, the sports and leisure equipment distributor, said yesterday that it expected to make a profit this year after announcing pre-tax losses of £95,000 in the half-year to May, down from £1.3m last year.

The company also announced the appointment as chief executive of Mr Ake Nordin, the Swedish businessman who built up a stake of 48 per cent of the company earlier this year.

For the six months to May 31, turnover was down £82,000 to £9.70m, but last year's operating losses of £356,000 were turned into a £482,000 profit. Interest payments were reduced by £263,000 to £76,000.

The interim dividend is unchanged at 0.5p. Shares closed at 57p yesterday, up 4p.

Mr Henry Lipton, chairman, said the results clearly confirmed the turnaround in performance he had predicted.

Satisfactory sales were being achieved during the second

half in line with the traditionally higher figures for that period.

Improved margins and turnover on target will reflect the benefits of our policy of orderly stock reductions, lower borrowings and general savings in overheads (excluding Mr Lipton's "This will positively bring the group back into profit for the full financial year."

After advanced corporation tax of £17,550, against £14,925 last time, the loss per share was 1.31p (14.06p).

The company also incurred an extraordinary debt of £73,000, relating to Mr Nordin's purchase of shares in February and his subsequent offer to shareholders to acquire all the ordinary share capital.

The offer was not intended to succeed and was made to comply with the Takeover Code.

Comment

It looks as though Campari will finally have something to

show about at the end of this year. Second half turnover is always that for the first six months and, with margins now at more acceptable levels, an overall profitable 1986 seems certain. The company has made impressive inroads into its debt mountain—reduced from £10.6m in May 1985 to £7.5m a year later—and stocks should be down to a more manageable £5m by the end of this year from a high of £14m. Mr Nordin's appointment brings in someone with a good track record, stretching over 25 years, in the Swedish camping and leisure equipment industry and this should ensure further improvements. Investors, however, have been expecting better results at Campari for some time and during the past nine months the share price has virtually doubled. Yesterday the share price rose 4p to 57p.

Savage beats its forecast

Savage, the Watford-based shelving specialist, has beaten its profit forecast made when its shares were placed on the USM last May. Pre-tax profits in the year to June 1986 were £202,000, against the minimum £775,000 forecast, from turnover of £10.05m. The comparable figures, on a pro-forma basis were £397,000 pre-tax profit or £7.2m turnover.

Mr Nick Savage, chairman, said that the results reflected two factors, the continued strong organic growth of the sales of the group's shelving products both in the UK and continental Europe and the acquisition during the second half of three complementary businesses, Wessex, DIFAQ and Strat.

After tax of £285,000 (£160,000) net profits emerged at £317,000 (£237,000); preference dividends took £18,000 (£11,000) and earnings per 20p share were 7.8p. The dividend is 0.5p as forecast.

Druck moves ahead 31% aided by export boost

Druck Holdings, the USM-quoted company engaged in the manufacture of electronic measuring devices, reported a 31 per cent increase to £2.32m in pre-tax profits for the year to June 30 1986. Turnover increased by 36 per cent despite the adverse effect of the weaker dollar.

Mr John Salmon, the chairman, says that sales of all three product groups have contributed to the increase and once again exports made a major contribution.

Export sales increased by 48 per cent from £4.1m to £6.1m representing nearly 60 per cent of group sales whilst UK sales increased by 22 per cent from £3.4m to £4.1m. Mr Salmon said that the current order book suggested that this increasing export trend would continue "especially since we are announcing more new products and the prospects in the US are good."

Growth in UK sales came mainly from general business both in terms of products and quantity. The USM group were expected this year with better deliveries and more large contracts.

Mr Salmon said that the British Aerospace order in June would probably be followed by others. The marine business had also made a good contribution.

Regarding the current year Mr Salmon said: "We have made a very satisfactory start and providing we can meet the demands already on us, we should make further progress."

After tax of £1.02m (£816,000) and minorities of £24,000 (£27,000), the net profit emerges at £1.27m (£920,000). The final dividend is raised from 2.1p to 2.5p making a total payment of 4.4p (3.6p) from earnings per 5p share of 20.3p (14.7p).

COMPANY NEWS IN BRIEF

MAFFIN & WEBB Holdings retail jeweller, made pre-tax profits of £2.06m (£1.93m) for the six months to August 2, 1986. Sales rose to £25.58m (£23.14m), despite significant reduction in number of tourists in London and Paris. The company, which is a subsidiary of Sears Holdings, said its prospects for the rest of the year were reasonable.

CHINA AND EASTERN Investment Company, which accounts in US dollars, said its net asset value at September 30, 1986 was \$1.44 (\$99p). It was listed last November to invest directly in China and companies trading with that country, at a price of 71p. Net revenue for the nine months ended July 31 1986 was \$311,000 (£243,000) and a dividend of 2.2 cents is proposed.

TRIPLEVEST net asset value per £1 capital share £14.11 at the end of the six months to August 31 1986, compared with £12.94 at February 28 last. After tax of £87,000 (£82,000) earnings per 50p income share 6.566p (5.891p). The interim dividend is 6.566p (5.891p).

FRANK G. GATES, main food dealer, increased taxable profits from £530,000 to £501,000 for the six months ended June 30 1986, from turnover of £25.52m against £24.36m. After tax of £220,000 (£219,000) earnings per share were 4.5p (3.7p).

SANDERSON Murray and Elder (Holdings) pre-tax profits £163,542 (£142,920) for the year ended June 30 1986, on turnover up from £5.7m to £6.51m. Earnings per 50p share were 6.7p (5.7p) after tax £35,502 (£32,965) while the dividend is lifted to 4.5p (4p).

A. BROWN & Sons, educational supplier, boosted pre-tax profits from £2,793 to £23,830 for the year ended January 31 1986 from turnover expanded from £22,000 to £153,000. Earnings per share were 5.46p (0.35p) losses). The directors are paying the seven years arrears of preference dividends and an ordinary dividend payment of 1p.

NORTH BRITISH Canadian Investment Co increased net asset value per 25p share from 249.5p to 311.4p in the six months to August 31, 1986. Earnings per share were 3.61p (-3.45p) and the interim dividend 2.15p (2p). Net revenue came to £245,639 (£233,811). Increased full year earnings and final dividend are anticipated.

TR PACIFIC BASIN Investment Trust reported an increase from 139.5p to 255.5p in its net asset value per 25p share, and from 131p to 239.5p diluted by the full exercise of warrants. Earnings per share rose from 0.56p to 0.83p, and the interim dividend is held at 0.5p. The board intends to recommend a same-again 1p for the current year. Pre-tax review revenue for the six months to July 31 1986 was £1.01m compared with

This notice appears as a matter of record only.

CITIC AUSTRALIA (PORTLAND) PTY. LIMITED
a subsidiary of
CHINA INTERNATIONAL TRUST AND INVESTMENT CORPORATION
A\$215,000,000
MULTICURRENCY LIMITED RECOURSE FINANCING
to fund the acquisition of a 10% interest in the
PORTLAND ALUMINIUM SMELTER

Assisted by
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LIMITED RECOURSE DEBT FUNDS
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Banque Bruxelles Lambert SA.

Financial Advisor
BT Australia Limited

July 1986

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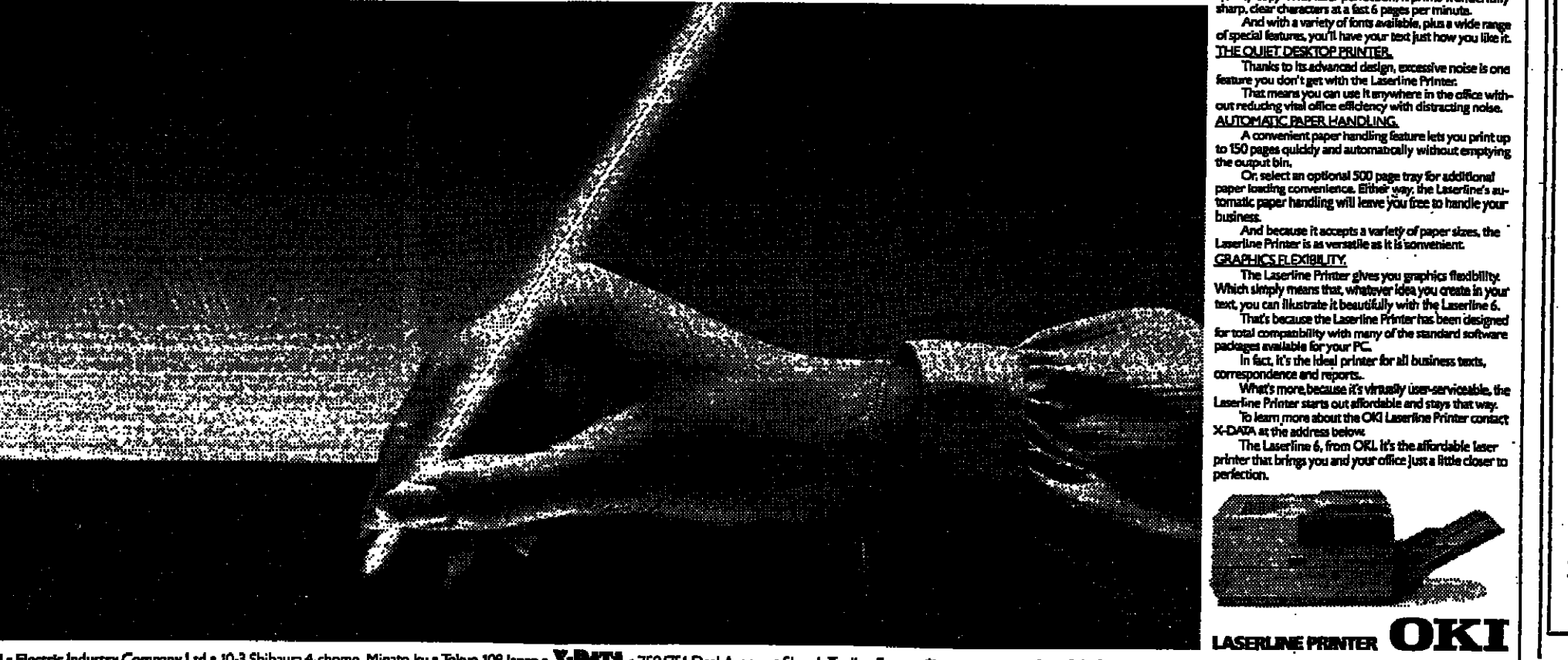
CITIC AUSTRALIA (PORTLAND) PTY. LIMITED
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PORTLAND ALUMINIUM SMELTER

The undersigned acted as financial advisor to
China International Trust and Investment Corporation
in respect of this transaction.

Bankers Trust Company

July 1986

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LASERLINE PRINTER OKI

OTTOMAN BANK
(Incorporated in Turkey with Limited Liability)

INTERIM STATEMENT

Profit after tax attributable to shareholders for the six months ending 30 June 1986:

£7,592,426

This figure has been prepared in accordance with the group's accounting policies but has not been audited. The group's result shows a significant improvement over the same period last year reflecting higher profits both inside and outside Turkey. A large part of the profit arising outside Turkey is attributable to exchange and investment transactions. The volatility in these markets is such that there can be no assurance that such favourable results will recur in the second half of the year. As stated last year, it will be necessary to retain the whole of the Turkish profit of this year to meet the increased capital requirements in that country. Nevertheless, it is expected that the profit for the full year available for distribution will exceed that of last year.

10 October 1986

طرق الاستثمار

UK COMPANY NEWS

ISSUE NEWS

Blue Arrow £30m cash call to fund US purchases

BY CHARLES BATCHELOR

Blue Arrow, the fast-growing employment agency and contract cleaning group, is paying up to \$1.7m (£22.5m) for Temporaries, a private Washington-based temporary help business.

The company announced a one-for-three \$20m issue at \$80p per share to finance the acquisition, and another is planned in the UK for later this year.

Blue Arrow forecast that its pre-tax profits in the year ending October 31, 1986 would rise to at least \$2.2m from £2.0m last time. The directors plan to pay a final dividend of 1.4p.

Petrocon rights issue for £2.4m

Petrocon Group, the oilfield services company, which announced an interim loss of \$31,000 last month, is raising £2.4m via a one-for-one rights issue.

Offer values Baker Harris at £15m

BY RICHARD TOMKINS

Baker Harris Saunders, the company set to become the first commercial estate agent to join the stock market, today publishes the prospectus for an offer for sale by tender which will give it a market value of at least £15m.

Some 2.5m shares, 25 per cent of the enlarged equity, are being offered at a minimum of 150p each. A little more than 1m of the shares are being sold by the directors and the rest are newly-issued, raising about £1.8m net for the company.

Whimney Mackay-Lewis to join USM in placing

BY ALICE RAWSTHORN

Whimney Mackay-Lewis, the architectural practice, is joining the Unlisted Securities Market through a placing of shares which values the company at £7.2m.

The practice's work centres on the City of London. Whimney was founded in the 1890s. Until recently it has benefited from the work created by the City property boom in the approach to Big Bang.

For the placing, through stockbrokers De Zoete & Bevan, Whimney will release 1.64m shares, 38.6 per cent of its equity, at 160p a share. The board expect profits of at least \$800,000 in the present year, producing prospective earnings per share of 12.1p and a p/e of 13.2.

The US has a labour force of 90m people compared with only 20m in the UK and the structure operated by US agencies is twice the level in Britain, Mr Berry said.

The company is not making a profits forecast, because of the uncertain prospects for the oil service industry, but it expects to recommend a final net dividend of 1p on the enlarged share capital, to make a total of 2p for the year.



Could this be YOU in a few years' time? - remembering how he made accounts look so easy? Like you, she lived a full and rewarding life, caring for her family and her husband, yet always ready to extend a helping hand to others less fortunate than herself.

THE DISTRESSED GENTLEFOLK'S AID ASSOCIATION. Founded 1897. Patron H.M. Queen Elizabeth, the Queen Mother. Dept 7, Vicarage Gate House, Vicarage Gate, London W8 4AQ. Tel: 01-229 9341. "HELP THEM GROW OLD WITH DIGNITY"

QUEENSLAND COAL FINANCE LIMITED

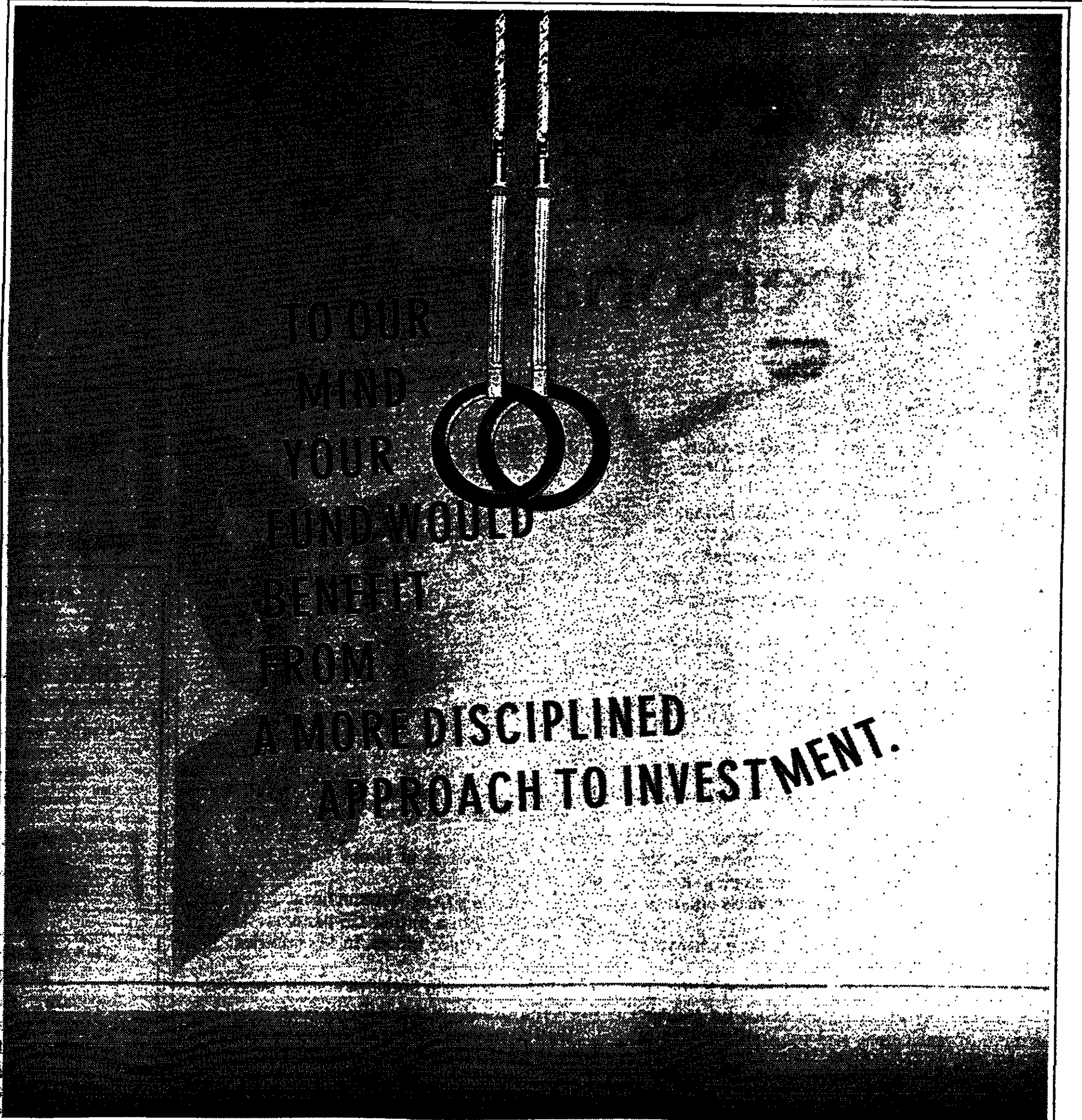
Guaranteed Floating Rate Notes Due May 1996 ("The Notes")

NOTICE IS HEREBY GIVEN that, as permitted by Condition 4(b) of the Notes, the \$11,500,000 have been drawn in the presence of a Notary Public on November 12, 1986 ("the Redemption Date") at a Redemption Price ("the Redemption Price") of 100% of the principal amount thereof.

Table with columns for SERIAL NUMBERS OF NOTES CALLED FOR REDEMPTION and corresponding values. Includes a list of numbers from 1 to 2307.

Payment of the Redemption Price will be made on or after November 12, 1986 upon presentation and surrender of the Notes to the Notary Public for redemption together with all coupons appertaining thereto maturing after November 12, 1986 at the Corporate Trust Office of The Bank of Tokyo Trust Company in New York City, 100 Broadway, New York, N.Y. 10006.

QUEENSLAND COAL FINANCE CO., LTD. By: The Bank of Tokyo Trust Company as Principal Paying Agent



"To offer our clients the best balance between potential reward and acceptable levels of risk." The objective is not unusual. But the way that we achieve it is. In investment management, the biggest problem is the sheer quantity and complexity of the information which is available as a basis for decisions. So the way the information is processed is critical.

At County Investment Management, we have broken new ground in the use of highly-disciplined financial modelling techniques, which give our investment managers the framework within which they can make good decisions. Such disciplines help us, like any trained gymnast, to achieve peak rather than average performance. The result is an approach to investment which recognises the importance of the skills and the judgement of the individual manager, and the need for full and up-to-date research from the world's main markets. But which deploys these strengths within a structured and disciplined context, in order to achieve better and more consistent results. That too is a familiar objective: any firm would say as much. But how many have done as much as we have to achieve it? COUNTY INVESTMENT MANAGEMENT Nobody's in better shape

The NatWest Investment Bank Group

CONTRACTS

Helping Canadians see in the dark

United Scientific's subsidiary, Optic Electronic Corp of Dallas, Texas, has been awarded a US\$15m (£10.7m) contract for the supply of night-vision goggles to the Canadian Department of National Defence. Deliveries of over 2,000 night vision sets will commence in November 1987 and continue through December 1988. The AN/PVS 504 is the result of a private venture development of OEC. This is the first contract for the goggles from a NATO customer.

Another subsidiary of United Scientific Holdings, Avimo Singapore Pte, will also benefit from the order in the form of a sub-contract for the supply of over 2,000 optical assemblies needed for the production. OEC has teamed with Bendix Avetex Inc of Montreal, Canada, to produce the goggles and, as part of the license arrangement, OEC and Bendix Avetex Inc will be jointly marketing the AN/PVS 504.

WIMPEY CONSTRUCTION UK, a subsidiary of George Wimpey, has been awarded work valued at over £8m, including a £5.8m housing development for Crawley Borough Council. At the Wichester Industrial Estate in Cow Lane, Canterbury, work has started on a £545,000 contract for Peel Investments UK for a single-storey industrial warehouse and offices. Crawley Borough Council has awarded a contract for the 16th phase of a housing development in Bewbush, Crawley, West Sussex. The £5.8m contract covers 107 two-storey houses, 14 blocks of two-storey, two-bedroom flats, 22 blocks of two-bedroom, three-storey flats. Due for completion in September 1988, the work includes garages, landscaping, roads and footpaths. Work has also started on a £1.7m contract, awarded by Senacre Housing Co-operative, for construction of 78 traditionally-built flats and houses in Titchfield Rd, Maidstone. Due for completion December 1987, the contract comprises five two-storey blocks of 40 one-bedroom, single-person flats and 10 one-bedroom, two-person flats. Included will be six one-bedroom, two-person houses and 21 two-bedroom, three-person houses. All roads, drains and external work are to be carried out. At West Durrington, Worthing, Wimpey will undertake a local authority housing contract, worth £1.6m, for Worthing Borough Council. This is for the second phase of the development at West Durrington, where Wimpey will build 48 homes in traditional brick/block construction, consisting of 35 two-storey houses and 10 one- and two-person flats in two- and three-storey blocks. Included in the work will be garages, services, roads and landscaping.

GEC MECHANICAL HANDLING has been awarded an order worth £1.2m from Greenwich Resources for the design and

supply of a complete gold ore treatment plant. The plant is for the Sudan-Minex gold mining venture—a co-operative project between Greenwich Resources and the Government of Sudan. The installation will comprise crushing, grinding, gravity concentration, flotation, leaching and smelting to recover doré bullion. It will be constructed under GEC supervision at Gebot Mine in the Red Sea Hills, 200 km from Port Sudan, which is one of the oldest gold mines in the world, having been worked for over 2,500 years.

KENT PROCESS CONTROL, a Brown Boveri Kent company, has won a £2m turnkey contract to supply, install and commission a computer-based telemetry monitoring and control system for the rural water distribution scheme for Babraun. The system will link to an existing urban water distribution scheme. The order was placed by the Ministry of Works, Power and Water of the State of Bahrain, as represented by the Water Supply Directorate.

Bamford orders £2.6m Cadcom system

J. C. Bamford Excavators has placed an order valued at £2.6m with MICHAEL DOUGLAS INFORMATION SYSTEMS for multiple computer-aided design and manufacturing (CAD/CAM) systems. The order is for 32 graphics design stations using advanced McDonnell Douglas CAD/CAM software and associated equipment. Multiple DEC MicroVAX II mini-computer-based UNIGRAPHICS II CAD/CAM systems, linked with a DEC VAX fileserver on a Ethernet local area network, will be implemented in four phases.

STONE TRANSPORTATION has won a contract from Metro-Cammell for 228 geared alternator/regulator systems valued at £770,000. The systems will provide auxiliary power for the diesel multiple (Sprinter) units being built by Metro-Cammell as part of British Rail's investment programme.

A £300,000 contract has been won by CHUBB FIRE SECURITY to supply the British Army with portable BCF fire extinguishers. The Chubb Fire Security E/BCF Halon extinguisher was designed in conjunction with the Ministry of Defence to meet the need for a lightweight yet rugged and fast-acting general purpose vehicle extinguisher. It contains 3 lbs of Halon extinguishant—enough to tackle effectively most types of vehicle fire including engine and electrical fires—and is now fitted to almost every category of British Army vehicle

from Land Rovers to main battle tanks.

FREDEBRICK PARKER has won a contract worth \$500,000 to supply asphalt coating equipment to Basma Vecchi at its Newport quarry site on the Isle of Wight. The order is for the supply of a model 1800 Blacmix.

In what is believed to be one of the largest single installations of automatic letter opening and processing equipment in the world has been commissioned from C. P. BOURG of Southall, Middlesex, for National Girobank, Boston, Massachusetts. The contract, worth about £200,000, is for the 25 SESAMS mail processing machines shown here. With tens of thousands of incoming letters daily, Girobank aims to process customer transactions to a critical time scale. The majority of envelopes contain cheque deposits from personal account holders. Incoming mail needs to be processed at the rate of 500-1,000 letters per hour through day. Letters are fed into the machine by a power driven feed hopper and then sit open on two sides. Suction trays open the envelope and the interior is illuminated to ensure removal of all contents. The SESAMS can be programmed, using a photocell control unit, to suit each operator's working speed.

PHILIPS BUSINESS SYSTEMS has won a contract with the Alliance and Leicester Building Society to install 104 HCS 110 videotex units with 12in. colour monitors in the next three months at a cost of £100,000. The project is part of a pilot scheme using Philips videotex systems to complete insurance quotations from different companies through Prestel's Optonline In-view services. Philips units will be installed in 100 Alliance and Leicester branches throughout the UK, including four units for a bureau operation at its administrative centre in Hove, Sussex.

Following an increase in crime rates, West Midlands Police has ordered a HONEYWELL DP56/561 minicomputer to run an advanced crime information system. The system, worth £200,000, is installed at Kings Heath Police Station and is the first step towards implementing computerised crime reporting systems throughout West Midlands.

Two orders from County police forces show ICL's growing strength as a supplier of information procedures. The orders, worth £5m, are for ICL Series 39 and DRS 300 equipment, software and professional services. Northumbria Police will run ICL-based incident archive, fleet management, personnel and stores information services. They will be based on ICL Series 39 with Quickbuild software and ICL DRS 300 workstations, and

implemented with help from ICL Consultancy Services. Lancashire Constabulary, which already uses networks of ICL DRS departmental microcomputers in its six divisions for local incident recording, has ordered a headquarters system to allow countrywide crime reporting and recording. It will use INDEPOL, ICL's specialist package for intelligence services, on ICL Series 39.

ATLAS CONVERTING EQUIPMENT has made further progress in the Far East with two contracts for eight slitter rewinders worth over £2m. Two of the machines will be delivered later this year, the other six being due for delivery in 1987. The major order is for the Nan Ya Plastics Co in Taiwan.

BRS Truck Rental has ordered 95 MAN and VOLKSWAGEN trucks and vans valued at nearly £2m for delivery this autumn. The order covers tractor units, 7-tonnes and 15-ton trucks from MAN and LT panel vans and chassis cabs from Volkswagen.

ROSSER & RUSSELL BUILDING SERVICES has been awarded a contract worth £1.2m by the South East Thames Regional Health Authority. The contract is for the reboiling of St Thomas' Hospital, London SE1, and involves the installation of three Babcock Robey boilers, each rated at 8,504 Kw. The work will be completed in two phases, phase one by October 1986 and phase two by March 1987.

US Government orders data communications network

The US Social Security Administration has awarded RACAL-MILGO through its wholly-owned subsidiary Racal-Milgo Government Systems, Inc. a contract for a diagnostically controlled data communications network. The value covering equipment and maintenance services could exceed US\$11m (£7.5m) over its five-year term. Included in the contract are Omnimodem intelligent modems and CMS (communications management series) network diagnostic and control systems to be supported by Racal-Milgo's nationwide direct field service organisation. The SSA is using the equipment and services to build and expand the capabilities of its data communications utility network connecting some 1,500 offices in the US and its protectorates. The network will handle interactive Social Security claims processing and is scheduled to begin shortly.

NOTICE TO HOLDERS OF
BANK OF TOKYO (CURAÇAO) HOLDING N.V.
U.S. \$50,000,000
Guaranteed Floating Rate Notes Due 1987
U.S. \$100,000,000
13% per cent. Guaranteed Bonds Due 1989
U.S. \$125,000,000
11 per cent. Guaranteed Bonds Due 1990
U.S. \$100,000,000
11% per cent. Guaranteed Bonds Due 1990
U.S. \$75,000,000
Guaranteed Floating Rate Notes Due 1991
U.S. \$100,000,000
Guaranteed Floating Rate Notes Due 1991
U.S. \$100,000,000
12% per cent. Guaranteed Bonds Due 1992 with Warrants
U.S. \$100,000,000
12% per cent. Guaranteed Bonds Due 1992 with Warrants
U.S. \$30,000,000
Guaranteed Floating Rate Notes Due 1993

HAZAMA-SUMI, LTD.

U.S. \$30,000,000
6 per cent. Convertible Bonds 1996

NISSAN REAL ESTATE DEVELOPMENT CO., LTD.

U.S. \$35,000,000
7% per cent. Convertible Bonds Due 1996

TOSHIBA CORPORATION

U.S. \$50,000,000
7% per cent. Convertible Debentures Due 1994

TOYO MENKA KAISHA, LTD.

U.S. \$30,000,000
7% per cent. Convertible Bonds 1996

U.S. \$30,000,000
6% per cent. Convertible Bonds 1996

NOTICE IS HEREBY GIVEN that, in accordance with the provisions of the relevant Agency Agreement between The Bank of Tokyo Trust Company, acting through its London office, as Replacement Agent and the various companies listed above relating to the above mentioned bonds, debentures, notes and warrants, The Bank of Tokyo Trust Company acting through its London office, has elected to resign its office as Replacement Agent, such resignation to become effective as of December 12, 1986 (the "Effective Date").
On the Effective Date, The Bank of Tokyo Trust Company acting through its London office located at Northbank House, 20/21 Moorgate, London EC2A 4PU, will replace The Bank of Tokyo Trust Company acting out of its London office as Replacement Agent for the above mentioned bonds and warrants.

THE BANK OF TOKYO TRUST COMPANY
as Trustee and Principal Paying Agent

Dated: October 10, 1986

REACH CANADA QUICKER THAN US.

If you're travelling First or Executive Class with us during the autumn, you'll qualify for a free BT phonecard.

Before you fly, just pop your business card into one of the receptacles provided at the airport and you'll receive your phonecard by return of post.

You could use it next time to let someone know you're on your way. It's the only way you'll reach your destination ahead of us.



A BREATH OF FRESH AIR

AIR CANADA

Diners Club International Card

The Diners Club Limited wishes to announce to all Card Members that as from 1st November 1986 the rate of service charges applicable under Rule 2 (d) of the Rules of Membership and use will be increased to

3%

on all balances from the 40th day.

GEC MECHANICAL HANDLING has been awarded an order worth £1.2m from Greenwich Resources for the design and

MERCI PIERRE*

1892 You resuscitated the Olympic Games.
1992 Paris is ready.

PARIS 1992



* Pierre de Coubertin



AUTHORISED UNIT TRUSTS & INSURANCES

| | |
|---|--|
| Whitcliffe Unit Trust Managers 3 Honey Lane, London EC2V 6BT Tel: 01-403 7004 | City of Westminster Assurance - Contd. City of Westminster Assurance Co Ltd 100 Victoria Street, London W1R 0JH Tel: 01-403 7004 |
| Windsor Trust Managers Ltd 61 Kingsway, London, WC2B 6AD Tel: 01-403 6933 | City of Westminster Assurance - Contd. City of Westminster Assurance Co Ltd 100 Victoria Street, London W1R 0JH Tel: 01-403 7004 |
| Wright Seligson Fund Managers Ltd 31 Broad St, London EC2M 7AT Tel: 01-289 0292 | City of Westminster Assurance - Contd. City of Westminster Assurance Co Ltd 100 Victoria Street, London W1R 0JH Tel: 01-403 7004 |
| The Yorkshire General Trust Woodhouse Pl, Fenny Stratford, Bucks Tel: 0494 40222 | City of Westminster Assurance - Contd. City of Westminster Assurance Co Ltd 100 Victoria Street, London W1R 0JH Tel: 01-403 7004 |

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| AA Friendly Society Greenwich Road, London SE18 6LQ Tel: 01-852 3592 | City of Westminster Assurance - Contd. City of Westminster Assurance Co Ltd 100 Victoria Street, London W1R 0JH Tel: 01-403 7004 |
| Abney Life Assurance Co Ltd 80 Hammersmith Road, W6 7AB Tel: 01-892 2273 | City of Westminster Assurance - Contd. City of Westminster Assurance Co Ltd 100 Victoria Street, London W1R 0JH Tel: 01-403 7004 |
| Acton Life Assurance Co Ltd 40 St John St, London EC1V 4BE Tel: 01-403 2303 | City of Westminster Assurance - Contd. City of Westminster Assurance Co Ltd 100 Victoria Street, London W1R 0JH Tel: 01-403 7004 |
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روزنامه کیهان

INSURANCE, OVERSEAS & MONEY FUNDS

Table listing various insurance and overseas fund providers, including Standard Life Assurance Co, Sun Alliance Insurance Group, and Sun Life of Canada (UK) Ltd.

Main table listing numerous insurance and overseas fund providers such as British Capital Services Ltd, Fidelity Investments, and various international fund managers.

Table listing money market and trust funds, including Schwabert Trust Services (Jersey) Ltd, J. Henry Schwabert Wagg & Co Ltd, and various other financial institutions.

Table listing offshore and overseas fund providers, including Allianz Investment Fund SA, Allianz International, and various international investment vehicles.

Main table listing a wide range of insurance and overseas fund providers, including British Overseas Investments, Fidelity Investments, and various international fund managers.

Table listing money market and bank accounts, including Chartered Bank, Citibank, and various other financial institutions.

NOTES section containing financial news, market commentary, and a list of traditional options with 3-month call rates.

COMMODITIES AND AGRICULTURE

EEC provides aid for French sheep farmers

BY TIM DICKSON IN BRUSSELS

THE EUROPEAN Community stepped in yesterday to support France's hard-pressed lamb producers, who have suffered and are likely to suffer from a sharp decline in the price of imported lamb in recent days.

European Commission officials expect the budgetary implications will be minimal and point out that the cost of the scheme should be offset by lower ewe premium payments as market prices rise.

The measure is significant not just as a response to the increasingly angry protests of French lamb producers, but because it is only the second time that the EEC has implemented a so-called "private aid" scheme in the sheepmeat regime.

Report predicts renewed oil price slide

By Lisa Kellaway

THE RISK in oil prices over the last few months from less than \$10 a barrel to about \$15 is no more than an "Indian summer", and a new oil price collapse is imminent.

This warning is given by the Economist Intelligence Unit in its latest Middle East Quarterly Energy Review published today.

Hoarding boosts pepper prices

BY STEFAN WAGSTYL

THOUSANDS OF farmers in pepper-producing countries are hoarding increasing amounts of their crop pushing up prices to record levels.

A rise in the price of pepper in the past two years has encouraged producers to hold larger stocks partly because they hope to realise higher profits by delaying sales and partly because hoarding pepper in the traditional rural way of saving.

Traders say that although prices can swing wildly in the volatile pepper market, the every sign that they will continue to rise.

Another cocoa surplus in prospect

BY RICHARD MOONEY

WORLD COCOA production in 1986-87 is likely to outstrip consumption for the third year in succession, according to London merchant Gill and Duffus.

In the latest edition of its Cocoa Market Report, published today, Gill and Duffus says the effects of adverse weather conditions in West Africa, the main growing region, have been largely offset by the prospect of a record crop in Brazil and further increases in Malaysia and Indonesia.

Arab aluminium producers capitalise on cheap energy

BY ANDREW GOWERS IN BAHRAIN

While aluminium companies in much of the Western world cut back production and complain about prices, there are two producers in the Middle East which are expanding output.

Aluminium Bahrain (Alba) and Dubai Aluminium (Dubai), which were set up in the 1970s to capitalise on cheap energy and to diversify the two Gulf states' oil-dependent economies, are determined to ride out the recession.

Mr Tofte knows what he is talking about. Both Alba and Dubai have been major beneficiaries of the Japanese rationalisation that has taken place in recent years in Japan's aluminium industry.

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Dubai's gas-fired power station.

What is more, there are plans to build a third Gulf smelter at an estimated cost of \$650m in Umm al-Qaiwain, a tiny northern member of the United Arab Emirates Federation.

At Alba, a joint venture between the US, Breton Investments of West Germany and the governments of Bahrain and Saudi Arabia on the scorched plain south-east of Manama, an expansion and modernisation programme is under way which will take production capacity from its present level of between 175,000 and 178,000 tonnes a year to around 225,000 tonnes by 1989.

Low-cost energy is, of course, the key to both aluminium smelters - specifically, natural gas. Bahrain's reserves of gas are likely to be more enduring than its oil, and are sufficient to last it well beyond the end of the century at present levels of consumption.

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LONDON MARKETS

THE ANNOUNCEMENT of a 1 cent rise of 1 cent to 23.50 cents a lb by US lead producer Asarco helped the metal to maintain its recent buoyancy on the London Metal Exchange yesterday.

REUTERS INDICES

Table with columns: Index, Oct 9, Oct 8, % chg, Year ago, Year ago % chg. Includes DOW JONES and MAIN PRICE CHANGES.

ALUMINIUM

Table with columns: Unofficial +/- or High/Low, Oct 9, Oct 8, % chg, Business Done.

COPPER

Table with columns: Unofficial +/- or High/Low, Oct 9, Oct 8, % chg, Business Done.

LEAD

Table with columns: Unofficial +/- or High/Low, Oct 9, Oct 8, % chg, Business Done.

NICKEL

Table with columns: Unofficial +/- or High/Low, Oct 9, Oct 8, % chg, Business Done.

TIN

Table with columns: Unofficial +/- or High/Low, Oct 9, Oct 8, % chg, Business Done.

ZINC

Table with columns: Unofficial +/- or High/Low, Oct 9, Oct 8, % chg, Business Done.

GOLD

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SILVER

Table with columns: Unofficial +/- or High/Low, Oct 9, Oct 8, % chg, Business Done.

POTATOES

Table with columns: Unofficial +/- or High/Low, Oct 9, Oct 8, % chg, Business Done.

RUBBER

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US MARKETS

NEW YORK gold and platinum futures lost much of their recent strength, with platinum ending just 28 cents off the 537.5 price mark of the January position.

Gold similarly came under pressure mid-way through a cautious session, with liquidation pressure accelerated by steps to take values below \$430 at one point before the December position finished 89 cents off the 1,455.25 price mark.

Talk of a recessionary mood on the Soviet Union's part ahead of the Reykjavik summit was said to be a small factor which undermined confidence, although traders viewed gold's seasonal recovery from its lows as evidence of a longer-term friendliness towards the market.

Sugar futures attracted strong buying following steady but cautious trading since Monday.

Aluminium closed 10 cents higher at 51.75, with copper up 1.25 to 202.50, lead up 1.00 to 23.50, nickel up 1.00 to 100.00, tin up 1.00 to 1,100.00, zinc up 1.00 to 1,100.00.

Gold futures were 1.00 higher at 425.00, silver 1.00 higher at 16.50, platinum 1.00 higher at 1,455.25, and palladium 1.00 higher at 1,455.25.

Crude oil futures were 1.00 higher at 22.50, soybean meal 1.00 higher at 14.50, and soybean oil 1.00 higher at 14.50.

Wheat futures were 1.00 higher at 1.50, corn 1.00 higher at 1.50, and soybeans 1.00 higher at 1.50.

Live cattle futures were 1.00 higher at 1.50, hogs 1.00 higher at 1.50, and hedges 1.00 higher at 1.50.

Grain futures were 1.00 higher at 1.50, and other commodities were 1.00 higher at 1.50.

Metals futures were 1.00 higher at 1.50, and other commodities were 1.00 higher at 1.50.

Oil futures were 1.00 higher at 1.50, and other commodities were 1.00 higher at 1.50.

Freight futures were 1.00 higher at 1.50, and other commodities were 1.00 higher at 1.50.

Heavy fuel oil futures were 1.00 higher at 1.50, and other commodities were 1.00 higher at 1.50.

Leaded gasoline futures were 1.00 higher at 1.50, and other commodities were 1.00 higher at 1.50.

ORANGE JUICE 15,000 lbs, cents/lb

Table with columns: Month, Close, High, Low, Prev.

PLATINUM 50 Troy oz, \$/Troy oz

Table with columns: Month, Close, High, Low, Prev.

SILVER 5,000 Troy oz, cents/Troy oz

Table with columns: Month, Close, High, Low, Prev.

SUGAR WORLD "11" 112.00 lbs, cents/lb

Table with columns: Month, Close, High, Low, Prev.

ALUMINIUM 40,000 lbs, cents/lb

Table with columns: Month, Close, High, Low, Prev.

COCOA 10 Tons, \$/Tonne

Table with columns: Month, Close, High, Low, Prev.

LIVE CATTLE 40,000 lbs, cents/lb

Table with columns: Month, Close, High, Low, Prev.

LIVE HOGS 30,000 lbs, cents/lb

Table with columns: Month, Close, High, Low, Prev.

SOYBEAN OIL 30,000 lbs, cents/lb

Table with columns: Month, Close, High, Low, Prev.

SOYABEAN MEAL 30,000 lbs, cents/lb

Table with columns: Month, Close, High, Low, Prev.

CRUDE OIL 42,000 US gallons, \$/Barril

Table with columns: Month, Close, High, Low, Prev.

SOYABEAN OIL 30,000 lbs, cents/lb

Table with columns: Month, Close, High, Low, Prev.

CURRENCIES, MONEY & CAPITAL MARKETS

FOREIGN EXCHANGES

Sterling up but below best

STERLING FELL from the day's highs as dealers showed their disappointment in a speech made by Mr Nigel Lawson, UK Chancellor of the Exchequer. The pound's exchange rate index closed at 67.5 up from 67.1 on Wednesday but this was down from a high of 67.7 touched at noon and the rate ended at a low of 67.2 reached at 2 pm. Trading conditions during the morning were particularly difficult for although there was little sign of either central bank intervention or any change in market sentiment, dealers were in no position to be running too short ahead of the Chancellor's speech on the outside chance that base rates would be raised or an early entry into the EMS exchange rate mechanism announced.

absence of any fresh economic data to alter the depressing picture painted by last week's disappointing US unemployment figures. However, there was a general reluctance to mount a campaign to push the dollar signal heavily lower because of the threat of central bank intervention. The dollar closed at DM 2.0055 up from DM 1.9970 and ¥154.90 compared with ¥154.25 from SF 1.4377 and SF 1.4376 compared with FF 6.6580. On Bank of England figures, the dollar's exchange rate index rose to 106.8 from 106.5. D-MARK—Trading range against the dollar in 1986 is 2.0710 to 1.9980. September average 2.0498. Exchange rate index 141.9 against 139.4 for the month. The D-Mark showed very little change against the dollar in Frankfurt yesterday as the dollar remained in a narrow range. This was restricted on one side by fear of central bank intervention and on the other by the market's general bearishness about the dollar's position and interest rates which were reserved for a major speech on October 16 at the Mansion House. Against this background the pound finished at DM 2.05 from DM 2.0550 against the D-Mark and ¥220.25 compared with ¥219.00 elsewhere it finished at the round 128.25 against the D-Mark and FF 6.3225 against the D-Mark. The dollar rose to \$1.4215 from \$1.4200.

STERLING INDEX

Table with columns: Oct 9, Latest, Previous. Rows for Sterling Index, US Dollar, Swiss Franc, etc.

CURRENCY RATES

Table with columns: Country, Bank, Rate. Rows for Sterling, US Dollar, Swiss Franc, etc.

CURRENCY MOVEMENTS

Table with columns: Country, Change, % Change. Rows for Sterling, US Dollar, Swiss Franc, etc.

OTHER CURRENCIES

Table with columns: Country, Rate. Rows for Argentina, Australia, Canada, etc.

EXCHANGE CROSS RATES

Table with columns: Country, Rate. Rows for DM, Yen, SF, etc.

FT LONDON INTERBANK FOINGS

Table with columns: Term, Rate. Rows for 1 month, 3 months, 6 months, etc.

LONDON MONEY RATES

Table with columns: Instrument, Rate. Rows for Treasury Bills, Bank Bills, etc.

UK clearing bank base lending rate 10 per cent since May 22

per cent from 10 1/2-10 3/4 per cent. Market nervousness before the Chancellor's speech was illustrated by the spread of rates at the Bank of England's money market intervention, with some discount houses keen to sell bills to the authorities at a rate 1/2 per cent above the established official levels. Dealers commented that although the authorities accepted bills at higher levels it did not indicate an early rise in bank base rates would be acceptable.

EUROPEAN CURRENCY UNIT RATES

Table with columns: Country, Unit, Rate. Rows for Belgium, Denmark, France, etc.

POUND SPOT—FORWARD AGAINST THE POUND

Table with columns: Term, Rate. Rows for 1 month, 3 months, 6 months, etc.

DOLLAR SPOT—FORWARD AGAINST THE DOLLAR

Table with columns: Country, Rate. Rows for West Germany, France, Italy, etc.

EURO-CURRENCY INTEREST RATES

Table with columns: Term, Rate. Rows for 1 month, 3 months, 6 months, etc.

NEW YORK

Table with columns: Instrument, Rate. Rows for Treasury Bills, Bank Bills, etc.

FT LONDON INTERBANK FOINGS

Table with columns: Term, Rate. Rows for 1 month, 3 months, 6 months, etc.

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Table with columns: Instrument, Rate. Rows for Treasury Bills, Bank Bills, etc.

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FINANCIAL FUTURES

Sterling contracts firm

STERLING INTEREST rate contracts rose on the London International Financial Futures Exchange yesterday, but trading was nervous and many dealers were unconvinced about the shift in sentiment. One dealer commented that "No one knew what was going on." Long-term futures opened weak at 110-13 for December delivery, but this turned out to be the day's low, and buyers poured into the market at this level. Merrill Lynch was reported to be a seller, but it was said that the US securities house was keeping a fairly low profile, and the price moved up as sterling improved on the foreign exchanges, and unsubstantiated rumours circulated of co-ordinated intervention by European central banks to support the pound.

contract as well as the dollar. These rumours helped lift the December price to a peak of 111-13, ahead of the speech by Mr Nigel Lawson, Chancellor of the Exchequer, before the Conservative Party conference at Bournemouth. The speech was considered inconclusive however, and Mr Lawson's failure to provide guidance on the future of sterling or the direction of interest rates—preferring to delay making contact until his speech at the Mansion House later this month—brought the price down to 110-20, before further buying was seen. Dealers suggested the renewed demand was probably the result of sterling's recovery, but that such would depend on interest rates. Speculation the contract could rise to around 115 were based on hopes that the Bank of England could avoid a rise in bank base rates, and this view was reflected by short term rates, although longer term rates continued to point towards a possible rise of up to 2 per cent in base rates. December long gilts closed at 111-11 compared with 110-01 on Wednesday.

STERLING INTEREST RATE CONTRACTS

Table with columns: Term, Rate. Rows for 1 month, 3 months, 6 months, etc.

EUROPEAN CURRENCY UNIT RATES

Table with columns: Country, Unit, Rate. Rows for Belgium, Denmark, France, etc.

POUND SPOT—FORWARD AGAINST THE POUND

Table with columns: Term, Rate. Rows for 1 month, 3 months, 6 months, etc.

DOLLAR SPOT—FORWARD AGAINST THE DOLLAR

Table with columns: Country, Rate. Rows for West Germany, France, Italy, etc.

EURO-CURRENCY INTEREST RATES

Table with columns: Term, Rate. Rows for 1 month, 3 months, 6 months, etc.

NEW YORK

Table with columns: Instrument, Rate. Rows for Treasury Bills, Bank Bills, etc.

FT LONDON INTERBANK FOINGS

Table with columns: Term, Rate. Rows for 1 month, 3 months, 6 months, etc.

LONDON MONEY RATES

Table with columns: Instrument, Rate. Rows for Treasury Bills, Bank Bills, etc.

US TREASURY BOND FUTURES

Table with columns: Term, Rate. Rows for 1 month, 3 months, 6 months, etc.

EUROPEAN CURRENCY UNIT RATES

Table with columns: Country, Unit, Rate. Rows for Belgium, Denmark, France, etc.

POUND SPOT—FORWARD AGAINST THE POUND

Table with columns: Term, Rate. Rows for 1 month, 3 months, 6 months, etc.

DOLLAR SPOT—FORWARD AGAINST THE DOLLAR

Table with columns: Country, Rate. Rows for West Germany, France, Italy, etc.

EURO-CURRENCY INTEREST RATES

Table with columns: Term, Rate. Rows for 1 month, 3 months, 6 months, etc.

NEW YORK

Table with columns: Instrument, Rate. Rows for Treasury Bills, Bank Bills, etc.

FT LONDON INTERBANK FOINGS

Table with columns: Term, Rate. Rows for 1 month, 3 months, 6 months, etc.

LONDON MONEY RATES

Table with columns: Instrument, Rate. Rows for Treasury Bills, Bank Bills, etc.

Mezzanine Capital Corporation Limited

Notice to the holders of the fully paid Bearer Depositary Receipts ("BDRs") evidencing Participating Redeemable Preference Shares of US 1 cent each ("Shares") of Mezzanine Capital Corporation Limited (the "Company")

Notice of Dividend and Capital Repayment

NOTICE IS HEREBY GIVEN to the holders of the BDRs that the Corporation has declared a final dividend for the financial year ended 31st May, 1986 of US\$0.4177 per share. The BDRs are denominated in multiples of units ("Units"). Each Unit currently comprises 80 Shares. The dividend is, therefore, equivalent to US\$33.85 per Unit.

The Corporation has also given notice that it intends to redeem an aggregate of 207,000 Shares at a price of US\$1.01 per share. This will involve the redemption of 3 Shares in respect of each Unit and this capital repayment is equivalent to a further US\$33.85 per Unit.

In accordance with Condition 8(b) of the conditions annexed to the BDRs the number of Shares comprising a Unit will, following the redemption, be adjusted from 80 to 83. The number of units evidenced by each BDR will remain unchanged.

Payment of this dividend and of the capital repayment will be made, subject to receipt thereof by Manufacturers Hanover Bank (Guernsey) Limited ("the Depository"), against surrender of Income Coupon No. 5 (INC No. 5) and Redemption Coupon No. 5 (RED No. 5) respectively, at the specified office of the Depository or any of the Paying Agents (set out on the reverse of the BDRs and at the foot of this Notice), at any time on or after 10th October, 1986.

Payment will, in each case, be made, subject to any laws and/or regulations applicable thereto, by dollar cheque drawn upon, or at the option of the holder of the relevant Coupon, by transfer to a dollar account maintained by the payee with a Bank in New York City.

Copies of the Corporation's Report may also be obtained from the Depository and Paying Agents.

- Depository and Principal Paying Agent: Manufacturers Hanover Bank (Guernsey) Limited, 15 Queen's Road, Central, Hong Kong. Paying Agents: Manufacturers Hanover Trust Company, 15 Queen's Road, Central, Hong Kong; D 8000 Frankfurt-am-Main 1, West Germany; Manufacturers Hanover Trust Company, 50 Rue de la Banque, Singapore 0104; Manufacturers Hanover Trust Company, 7 Princes Street, London EC2R 2LR; Manufacturers Hanover Bank Luxembourg S.A., 30 Boulevard Prince Henri, Luxembourg, Grand Duchy of Luxembourg; Manufacturers Hanover Trust Company, Edinburgh Tower, 4th Floor, 15 Queen's Road, Central, Hong Kong; Manufacturers Hanover Trust Company, Stockenstrasse 33, 8027 Zurich, Switzerland; Morgan Guaranty Trust Company of New York, 14 Place Vendôme, 75001 Paris, France.

St. Peter Port, Guernsey by: Manufacturers Hanover Bank (Guernsey) Limited Depository

NOTICE TO HOLDERS OF New Jersey National Corporation

8 1/4% Convertible Subordinated Debentures due 2010

NOTICE IS HEREBY GIVEN pursuant to Section 11 of the Indenture dated as of December 15, 1985, between New Jersey National Corporation ("Company") and The Chase Manhattan Bank, N.A., as Trustee of the Indenture, that the Company has filed with the Secretary of State of New Jersey a Certificate of Merger and Plan of Reorganization, which, if approved by the Board of Directors of the Company, will effect the merger of the Company with and into the Corporation of the State of New Jersey, a wholly-owned subsidiary of ConStatins Financial Corp. ("ConStatins"), a Pennsylvania bank holding company, with and into the Corporation of the State of New Jersey, which will be the surviving corporation and a wholly-owned subsidiary of ConStatins.

The Merger will be made effective by the filing of a Certificate of Merger with the Secretary of State of the State of New Jersey which conditions the merger have been met or will be met at the closing of the transactions contemplated by the Plan and Agreement of Reorganization between the Company and ConStatins. The merger will become effective on or about October 31, 1986, and that holders of record of common stock of the Company will be entitled to exchange their shares of common stock on or about the same date (the conversion ratio described in the Company's August 25, 1985 Proxy Statement) for shares of common stock of ConStatins. The terms of the merger, however, make it impracticable to precisely list the effective date of the merger.

New Jersey National Corporation

\$ WORLD VALUE OF THE DOLLAR BANK OF AMERICA GLOBAL TRADING ECONOMICS DEPT., LONDON

The table below gives the rates of exchange for the U.S. dollar against various currencies as of Wednesday, October 8, 1986. The exchange rates listed are middle rates between buying and selling rates as quoted between banks, unless otherwise indicated. All currencies are quoted in foreign currency units per U.S. dollar except in certain specified areas. All rates quoted are indicative. They are not based on, and are not intended to be used as a basis for, particular transactions.

Bank of America NT & SA does not undertake to trade in all listed foreign currencies, and neither Bank of America NT & SA nor the Financial Times assume responsibility for errors.

Bank of America Global Trading, London, New York, Tokyo, San Francisco, Los Angeles, Toronto. 24-hours a day trading capability. Enquiries: 01-634 4360/5, Dealing 01-236 6381.

Large table with columns: COUNTRY, CURRENCY, VALUE OF DOLLAR. Rows for Algeria, Argentina, Australia, etc.

Commercial rates, (b) Forward rates, (c) Contracted rates, (d) Preferred rates, (e) Official rate, (f) Floating rate, (g) Official rate, (h) Floating rate, (i) Floating rate, (j) Floating rate, (k) Floating rate, (l) Floating rate, (m) Floating rate, (n) Floating rate, (o) Floating rate, (p) Floating rate, (q) Floating rate, (r) Floating rate, (s) Floating rate, (t) Floating rate, (u) Floating rate, (v) Floating rate, (w) Floating rate, (x) Floating rate, (y) Floating rate, (z) Floating rate.

LONDON SHARE SERVICE

| BRITISH FUNDS | | | | AMERICANS - Cont. | | | |
|---------------|------|---------------------------------|-------|-------------------|-------|-------|-------|
| High | Low | Stock | Price | High | Low | Stock | Price |
| 97.4 | 97.4 | Shorts (Lives up to Five Years) | 97.4 | 234.1 | 234.1 | 234.1 | 234.1 |
| 97.4 | 97.4 | Five to Fifteen Years | 97.4 | 234.1 | 234.1 | 234.1 | 234.1 |
| 97.4 | 97.4 | Over Fifteen Years | 97.4 | 234.1 | 234.1 | 234.1 | 234.1 |
| 97.4 | 97.4 | Unlisted | 97.4 | 234.1 | 234.1 | 234.1 | 234.1 |
| 97.4 | 97.4 | Index-Linked | 97.4 | 234.1 | 234.1 | 234.1 | 234.1 |

| CORPORATION LOANS | | | | COMMONWEALTH & AFRICAN LOANS | | | |
|-------------------|-------|-----------------------|-------|------------------------------|-------|-------|-------|
| High | Low | Stock | Price | High | Low | Stock | Price |
| 100.0 | 100.0 | Building Societies | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 |
| 100.0 | 100.0 | Public Board and Ind. | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 |
| 100.0 | 100.0 | Financial | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 |
| 100.0 | 100.0 | Foreign Bonds & Rails | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 |

| AMERICANS | | | |
|-----------|-------|---------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | AMERCO | 100.0 |
| 100.0 | 100.0 | AMEREN | 100.0 |
| 100.0 | 100.0 | AMERINT | 100.0 |
| 100.0 | 100.0 | AMERTEL | 100.0 |

| BUILDING, TIMBER, ROADS - Cont. | | | | DRAPERY & STORES - Cont. | | | |
|---------------------------------|-------|----------|-------|--------------------------|-------|-------|-------|
| High | Low | Stock | Price | High | Low | Stock | Price |
| 100.0 | 100.0 | Building | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 |
| 100.0 | 100.0 | Timber | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 |
| 100.0 | 100.0 | Roads | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 |
| 100.0 | 100.0 | Drapery | 100.0 | 100.0 | 100.0 | 100.0 | 100.0 |

| ELECTRICALS | | | |
|-------------|-------|------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Electrical | 100.0 |
| 100.0 | 100.0 | Electrical | 100.0 |
| 100.0 | 100.0 | Electrical | 100.0 |
| 100.0 | 100.0 | Electrical | 100.0 |

| CHEMICALS, PLASTICS | | | |
|---------------------|-------|-----------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Chemicals | 100.0 |
| 100.0 | 100.0 | Plastics | 100.0 |
| 100.0 | 100.0 | Chemicals | 100.0 |
| 100.0 | 100.0 | Plastics | 100.0 |

| BANKS, HP & LEASING | | | |
|---------------------|-------|--------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Banks | 100.0 |
| 100.0 | 100.0 | HP & Leasing | 100.0 |
| 100.0 | 100.0 | Banks | 100.0 |
| 100.0 | 100.0 | HP & Leasing | 100.0 |

| DRAPERY AND STORES | | | |
|--------------------|-------|---------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Drapery | 100.0 |
| 100.0 | 100.0 | Stores | 100.0 |
| 100.0 | 100.0 | Drapery | 100.0 |
| 100.0 | 100.0 | Stores | 100.0 |

| BEERS, WINES & SPIRITS | | | |
|------------------------|-------|---------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Beers | 100.0 |
| 100.0 | 100.0 | Wines | 100.0 |
| 100.0 | 100.0 | Spirits | 100.0 |
| 100.0 | 100.0 | Beers | 100.0 |

| BUILDING, TIMBER, ROADS | | | |
|-------------------------|-------|----------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Building | 100.0 |
| 100.0 | 100.0 | Timber | 100.0 |
| 100.0 | 100.0 | Roads | 100.0 |
| 100.0 | 100.0 | Building | 100.0 |

| ELECTRICALS | | | |
|-------------|-------|------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Electrical | 100.0 |
| 100.0 | 100.0 | Electrical | 100.0 |
| 100.0 | 100.0 | Electrical | 100.0 |
| 100.0 | 100.0 | Electrical | 100.0 |

| CHEMICALS, PLASTICS | | | |
|---------------------|-------|-----------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Chemicals | 100.0 |
| 100.0 | 100.0 | Plastics | 100.0 |
| 100.0 | 100.0 | Chemicals | 100.0 |
| 100.0 | 100.0 | Plastics | 100.0 |

| BANKS, HP & LEASING | | | |
|---------------------|-------|--------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Banks | 100.0 |
| 100.0 | 100.0 | HP & Leasing | 100.0 |
| 100.0 | 100.0 | Banks | 100.0 |
| 100.0 | 100.0 | HP & Leasing | 100.0 |

| DRAPERY AND STORES | | | |
|--------------------|-------|---------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Drapery | 100.0 |
| 100.0 | 100.0 | Stores | 100.0 |
| 100.0 | 100.0 | Drapery | 100.0 |
| 100.0 | 100.0 | Stores | 100.0 |

| ENGINEERING - Continued | | | |
|-------------------------|-------|-------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Engineering | 100.0 |
| 100.0 | 100.0 | Engineering | 100.0 |
| 100.0 | 100.0 | Engineering | 100.0 |
| 100.0 | 100.0 | Engineering | 100.0 |

| INDUSTRIALS - Continued | | | |
|-------------------------|-------|-------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |

| FOOD, GROCERIES, ETC. | | | |
|-----------------------|-------|-----------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Food | 100.0 |
| 100.0 | 100.0 | Groceries | 100.0 |
| 100.0 | 100.0 | Food | 100.0 |
| 100.0 | 100.0 | Groceries | 100.0 |

| HOTELS AND CATERERS | | | |
|---------------------|-------|----------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Hotels | 100.0 |
| 100.0 | 100.0 | Caterers | 100.0 |
| 100.0 | 100.0 | Hotels | 100.0 |
| 100.0 | 100.0 | Caterers | 100.0 |

| INDUSTRIALS (Misc.) | | | |
|---------------------|-------|-------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |

| ENGINEERING | | | |
|-------------|-------|-------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Engineering | 100.0 |
| 100.0 | 100.0 | Engineering | 100.0 |
| 100.0 | 100.0 | Engineering | 100.0 |
| 100.0 | 100.0 | Engineering | 100.0 |

| INDUSTRIALS (Misc.) | | | |
|---------------------|-------|-------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |

| ENGINEERING | | | |
|-------------|-------|-------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Engineering | 100.0 |
| 100.0 | 100.0 | Engineering | 100.0 |
| 100.0 | 100.0 | Engineering | 100.0 |
| 100.0 | 100.0 | Engineering | 100.0 |

| INDUSTRIALS (Misc.) | | | |
|---------------------|-------|-------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |

| ENGINEERING | | | |
|-------------|-------|-------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Engineering | 100.0 |
| 100.0 | 100.0 | Engineering | 100.0 |
| 100.0 | 100.0 | Engineering | 100.0 |
| 100.0 | 100.0 | Engineering | 100.0 |

| INDUSTRIALS (Misc.) | | | |
|---------------------|-------|-------------|-------|
| High | Low | Stock | Price |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |
| 100.0 | 100.0 | Industrials | 100.0 |

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LONDON STOCK EXCHANGE

Steadier pound backs widespread improvement in bonds and international stocks

Account Dealing Dates
Options
First Declared Last Account

London's financial markets turned sharply higher yesterday, when optimism regarding the meeting of OPEC ministers outweighed any disappointment at the absence of any reference to interest rates from the speech by the Chancellor of the Exchequer to the Conservative Party Conference.

Oil stocks again provided the lead for the market. BP and British Petroleum closed 2.52 and 2.53 respectively, while Shell rose 1.25 to 2.52.

The domestic banking stocks were in good form. Firmness in this sector augurs well for today's public launch of Trustee Savings Bank (TSB). Dealers will be allowed into the Stock Exchange 10 minutes earlier than yesterday to brace themselves for what is certain to be a frenzied opening in TSB stock.

Ward White volatile
Early interest among retailers centred on Phillips Britel's Ward White which dipped to 330p before settling 8 lower on balance at 320p amid strong rumours that the company was again about to announce an acquisition.

Clearers revive
Forecasts that TSB shares could open at a 40p-plus premium today—Cleveland Securities were quoting 31p bid and 30p offer in the grey market.

FINANCIAL TIMES STOCK INDICES
Table with columns: Index, Oct 9, Oct 8, Oct 7, Oct 6, Oct 5, Year ago, 1986 High, 1986 Low, Since Completion High, Since Completion Low

LONDON REPORT AND LATEST SHARE INDEX: TEL. 01-246 8026

Although still sensitive to the possibility of dear money, takeover speculation continued to boost Grand Metropolitan which moved up to 435p before closing higher at 450p.

McCorquodale holders waiting for the appearance of a white knight were disappointed following news that talks with a third party had been terminated.

Television issues moved ahead strongly owing to a squeeze on bear positions. TV-am were a very strong market and rose 1p to 193p ahead of next Tuesday's annual results, while Central TV moved

dearer at 231p. James Finlay put on 2 to 53p which gave rise to thoughts that the poor interim profits announced yesterday must have been discounted.

Lucas Industries, after a prolonged spell, rallied well on a combination of bear-covering and genuine investment support to close 25 higher at 506p.

Oil stocks again provided the lead for the market. BP and British Petroleum closed 2.52 and 2.53 respectively, while Shell rose 1.25 to 2.52.

Ward White volatile
Early interest among retailers centred on Phillips Britel's Ward White which dipped to 330p before settling 8 lower on balance at 320p amid strong rumours that the company was again about to announce an acquisition.

Clearers revive
Forecasts that TSB shares could open at a 40p-plus premium today—Cleveland Securities were quoting 31p bid and 30p offer in the grey market.

Golds continued to display noteworthy gains. Central Newsman featured with a rise of 25 to 765p, while Pooleman rallied 7 to 215p.

Traded Options
Lively conditions prevailed in Traded Options with dealers reporting often sizable interest throughout the list.

London-domiciled Financials returned to centre-stage among otherwise subdued mining markets. Both Consolidated Gold Fields and Rio Tinto-Zinc made further substantial progress reflecting revived takeover speculation which was again fuelled by persistent traded option business.

Traditional Options
First dealings
Oct 5 Oct 26 Nov 3
Last dealings
Oct 17 Oct 31 Nov 14

Declaration day saw call options struck in Bestwood, Sandell Perkins, Portman Hill and Kila Ora. United Goldfields, Charterhall, William Boniton, G. M. Firth, Ashton Mining, Ashley Industrial Trust, Guinness Peak, Mitchell Costa, Standard Chartered, Healey Trust and Atlantic Computers. No puts or doubles were reported.

YESTERDAY'S ACTIVE STOCKS
Table with columns: Stock, Price, Change, Day's Change

WEDNESDAY'S ACTIVE STOCKS
Table with columns: Stock, No. of Shares, Price, Change

RISES AND FALLS YESTERDAY
Table with columns: Stock, Rise, Fall, Same

NEW HIGHS AND LOWS FOR 1986
Table with columns: Stock, High, Low

FT-ACTUARIES INDICES

These indices are the joint compilation of the Financial Times, the Institute of Actuaries and the Faculty of Actuaries

Table with columns: EQUITY GROUPS & SUB-SECTIONS, Thursday October 9 1986, Index, Day's Change, etc.

FIXED INTEREST

Table with columns: PRICE INDICES, British Government, Index, Day's Change, etc.

LONDON TRADED OPTIONS

Table with columns: CALLS, PUTS, Option, Index, Day's Change, etc.

BASE LENDING RATES

Table with columns: Bank, Rate, etc.

Figures for the European Options Exchange were not available for this edition.

A FINANCIAL TIMES SURVEY

MERSEYSIDE

The Financial Times proposes to publish this survey on:

MONDAY, 17 NOVEMBER, 1986

For a detailed editorial synopsis, please contact: BRIAN HERON, FINANCIAL TIMES, QUEEN'S HOUSE, QUEEN STREET, MANCHESTER M2 5HT

Telex: 666813

FINANCIAL TIMES EUROPE'S BUSINESS NEWSPAPER

Handwritten signature: 'Financial Times'

WORLD STOCK MARKETS

Handwritten note: "بازارهای جهانی"

Table of stock market data for Austria, Germany, Norway, Australia, and Japan. Columns include stock names, prices, and changes.

Table of stock market data for Canada, Hong Kong, Singapore, and South Africa. Columns include stock names, prices, and changes.

Table of stock market data for Montreal. Columns include stock names, prices, and changes.

Table of stock market indices for New York, Standard and Poors, and NYSE. Columns include index names, values, and changes.

Table titled 'OVER-THE-COUNTER' showing Nasdaq national market closing prices for various stocks.

Advertisement for Danish companies with the headline "What's special about these Danish companies?" and a list of companies like ASN Bank, Fyens A/S, etc.

Table titled 'LONDON' showing Chief price changes for various stocks and indices.

Advertisement for the Financial Times European Edition, including contact information and subscription rates.

روزنامه اقتصادی

NYSE COMPOSITE CLOSING PRICES

Continued from Page 42

| Stock | High | Low | Open | Close | Change |
|------------------|--------|--------|--------|--------|--------|
| IBM | 175.00 | 174.00 | 174.50 | 174.50 | +0.50 |
| AT&T | 48.00 | 47.50 | 47.75 | 47.75 | +0.25 |
| GE | 35.00 | 34.50 | 34.75 | 34.75 | +0.25 |
| Westinghouse | 28.00 | 27.50 | 27.75 | 27.75 | +0.25 |
| General Electric | 35.00 | 34.50 | 34.75 | 34.75 | +0.25 |
| IBM | 175.00 | 174.00 | 174.50 | 174.50 | +0.50 |
| AT&T | 48.00 | 47.50 | 47.75 | 47.75 | +0.25 |
| GE | 35.00 | 34.50 | 34.75 | 34.75 | +0.25 |
| Westinghouse | 28.00 | 27.50 | 27.75 | 27.75 | +0.25 |
| General Electric | 35.00 | 34.50 | 34.75 | 34.75 | +0.25 |

... [Detailed list of NYSE stocks follows in similar format] ...

AMEX COMPOSITE CLOSING PRICES

| Stock | High | Low | Open | Close | Change |
|------------------|--------|--------|--------|--------|--------|
| IBM | 175.00 | 174.00 | 174.50 | 174.50 | +0.50 |
| AT&T | 48.00 | 47.50 | 47.75 | 47.75 | +0.25 |
| GE | 35.00 | 34.50 | 34.75 | 34.75 | +0.25 |
| Westinghouse | 28.00 | 27.50 | 27.75 | 27.75 | +0.25 |
| General Electric | 35.00 | 34.50 | 34.75 | 34.75 | +0.25 |

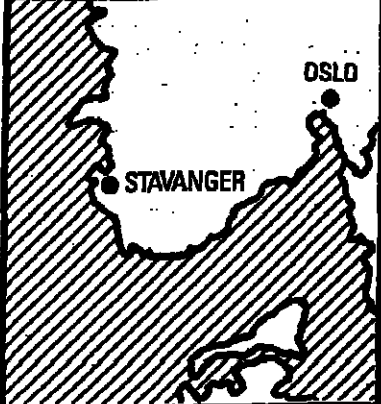
... [Detailed list of AMEX stocks follows in similar format] ...

OVER-THE-COUNTER

Nasdaq national market, closing prices

| Stock | High | Low | Open | Close | Change |
|------------------|--------|--------|--------|--------|--------|
| IBM | 175.00 | 174.00 | 174.50 | 174.50 | +0.50 |
| AT&T | 48.00 | 47.50 | 47.75 | 47.75 | +0.25 |
| GE | 35.00 | 34.50 | 34.75 | 34.75 | +0.25 |
| Westinghouse | 28.00 | 27.50 | 27.75 | 27.75 | +0.25 |
| General Electric | 35.00 | 34.50 | 34.75 | 34.75 | +0.25 |

... [Detailed list of over-the-counter stocks follows in similar format] ...



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FINANCIAL TIMES

WORLD STOCK MARKETS

WALL STREET

Fall in IBM undermines brief rally

A SHORT-LIVED rally in Wall Street stock prices was undermined yesterday by a further sharp fall in IBM shares, writes Roderick Oram in New York.

A firmer dollar helped to steady bond markets but prices were mixed in light trading as investors awaited more economic news and the long weekend ahead.

The Dow Jones industrial average of blue chip stocks closed down 1.03 at 1,796.82. The New York Stock Exchange composite index was off 0.39 at 135.90 on trading of 153.39m shares, the busiest volume in two weeks. Advancing issues edged ahead of declining by 778 to 730.

The Dow industrial had been up around 12 points in late morning but gave up the gains when stock index options edged below the price of the underlying shares.

Another crucial factor was IBM. Its shares, which had fallen sharply this week, tried to rally yesterday morning before slipping further. A steep decline set in when an influential analyst reduced his earnings estimates for 1986 and 1987. The shares closed 5 1/2 down at

\$122 making a total of 11 points in three sessions.

In contrast, some other technology stocks were ahead. Burroughs, which announced workforce reductions, rose 5 1/2 to \$69 1/2 and Digital Equipment was up 3 1/2 to \$92 1/2 while Cray Research was unchanged at \$78 1/2.

The transportation index, which is considered sensitive to economic trends, broke briefly through its previous record of 830.84 set on March 31 before falling back to 826.38, down 1.75 on the day.

WAL, a component of the index, was the most active NYSE issue with 6.01m shares traded as it eased 5 1/2 to \$57 1/2. AMR, parent of American Airlines, was down 5 1/2 at \$59 while Delta edged up 5 1/2 to \$47 1/2.

On the takeover front, Allied Stores slipped 5 1/2 to \$66 1/2, below its \$67 a share agreed takeover offer from Mr Edward Debartolo and associates.

Lucky Stores fell 1 1/2 to \$36 1/2 after it announced the sale of some stores. The move brought protest from Mr Asher Edelman whose takeover offer of \$35 a share was earlier rejected by the Lucky board.

With retailers generally reporting strong sales growth in September, share prices of many major chains rose. Woolworth rose 3 1/2 to \$41 1/2 and Kmart was ahead 1 1/2 at \$47. J.C. Penney, which reported 5.7 per cent sales growth in September, rose 1 1/2 to \$74 1/2.

Shares of USX and BankAmerica, subjects to takeover bids, fell by 5 1/2 to \$27 1/2 and by 3 1/2 to \$14 1/2 respectively on heavy volume. First Interstate, Bank America's suitor in an all paper offer, rose 5 1/2 to \$53 1/2.

Shares of the big three car makers were mixed. General Motors fell 1 1/2 to \$66 1/2. It announced production cuts yesterday and is widely expected to report a large third quarter operating loss.

Ford lost 1 1/2 to \$54 1/2 despite raising its dividend as forecast to 65 cents a share from 55 cents. Ford is likely to report a small reduction in third quarter profits, as is Chrysler which yesterday eased 5 1/2 to \$37 1/2.

American Motors, the smallest domestic producer, eased 5 1/2 to \$22 1/2. It announced it would continue its no interest charge financing programme for vehicle buyers.

Pepsico rose 3 1/2 to \$28 1/2 in active trading after it reported third quarter profits of 38 cents a share.

Credit markets were quiet at they prepared for the long holiday weekend and more economic news. Prices in both cash and futures markets eased at the opening but recovered by mid morning but ended the day mixed.

The price of the benchmark 7.25 per cent Treasury bond due 2010 closed unchanged at 95 1/2 yielding 7.81 per cent. Short maturities were showing some small price rises while longer maturities posted modest losses.

Treasury bills ranged from unchanged at 5.05 per cent for three month bills to four basis points higher at 5.08 per cent for six-months and down one basis point at 5.26 per cent for year bills.

The Fed Funds rate was back near the 6 per cent level having eased substantially earlier in the week. While many saw the softening as a sign of a looser policy by the Fed, the subsequent rise seems to confirm the view that technical factors lay behind the downturn.

But the conviction continues to grow on Wall Street that the Federal Reserve Board will cut its discount rate again. Opinion differs widely, however, over the timing of it.

M-1 fell \$1.4bn, slightly less than expected.

EUROPE

Montedison, Philips take centre stage

CORPORATE developments provided the only significant impetus to trading on European bourses yesterday.

Amsterdam was pulled lower by Philips' expectations of lower third-quarter profits. Philips' share price dropped FI 7.20 to FI 47.70.

Among other internationals, Unilever was off 70 cents to FI 481 and KLM was down 60 cents to FI 46.10. But Royal Dutch added FI 1 to FI 205.40 on overseas demand based on hopes that Opec's production agreement will be extended.

Océ-van der Grinten, the copier group lost FI 9 to end at FI 517 as the market assessed its third quarter results.

Milan was again boosted by heavy buying of Montedison shares as market rumours continued about a battle for control of the chemicals group. There were reports that a public tender for Montedison shares was in the offing, but those were denied by the stock exchange commission.

After the markets closed, Gruppo Ferruzzi, the large agricultural business concern, said it had raised its stake in Montedison's ordinary voting stock to about 14.5 per cent from 1.6 per cent.

Stockholm continued to climb, persistently ignoring the public sector strike, and the Veckans Affarer all-share index closed at 913.3 after 911.1 on Wednesday - a 10-point rise since Monday. Turnover was lower than in the previous session, however, and gains were slightly pared by profit-taking late in the day.

Pharmacia, suspended from trading on Wednesday prior to its agreed bid for medical equipment firm LKB, eased SKr 1 to SKr 192.

Ferment's share price was boosted SKr 12 to SKr 140 by news that it was selling its main agrochemicals operation in the US, a move expected to put further obstacles in the way of a takeover by Montedison.

Frankfurt was mainly easier as early activity evaporated and the lack of clarity over interest rates and the dollar continued to weigh on the market. The Commerzbank index fell 7.3 to 2,017.7.

Heavy selling pushed down the price of ball bearings manufacturer Kugel-

fischer, which is planning a rights issue, by DM 40 to DM 520, and that of sports goods group Puma, hit by problems in the US, by DM 55 to DM 600.

Bond prices tended lower in a dull session as investors awaited the Bundesbank's council meeting, which left interest rates unchanged. At the long end there were falls of up to 30 pf, but also a few gains of 10 pf. The Bundesbank bought DM 36.8m worth of paper after buying DM 57.3m on Wednesday.

Zurich saw early gains reduced by profit-taking which left share prices narrowly mixed. The fall in short-term interest rates continued to exert a positive influence on the market.

Insurers saw Winterthur bearer ease SFr 25 to SFr 6,950, while Zurich jumped SFr 125 to SFr 8,000 before profit-taking pushed it back to SFr 7,900, only SFr 25 higher.

Brussels had a hesitant session, with many investors awaiting a parliamentary debate on the linguistic dispute between the country's French- and Flemish-speaking communities. Shares closed narrowly mixed.

Wagons Lits, which is planning a big expansion, mainly into hotels, was steady at Bfr 5,330.

Paris also finished narrowly mixed. Schneider continued Wednesday's climb, ending FFf 61 higher at FFf 726. Other big gains included Matra, up FFf 110 to FFf 2,430.

Madrid fell in quiet trading. Oslo moved higher as nervousness over the 1987 budget earlier this week began to fade and Norsk Hydro, which had fallen on low oil prices and poor fertilizer sales, picked up Nkr 6.50 to Nkr 140.00.

AUSTRALIA

GAINS in blue chip industrials, in line with a firmer local currency, took Sydney to a sixth successive record high as investors turned their attention away from the gold sector that had propelled the market during the previous five sessions.

Falling money market interest rates also tended to provide a boost to sentiment, spurring banks, developers and media issues ahead.

At the close, the All Ordinaries index was up 5.5 at 1,330.1.

BHP was briskly traded, closing steady at A\$8.60 with nearly 2m shares exchanged, including a special line of 500,000 shares at that price.

Kidder's DXL managed a 2 cent advance to A\$5, while Bell Resources, making a tender offer to raise its stake in Morgan Crucible of the UK, was unchanged at A\$4.50.

TOKYO

Electric powers are bright spot

SECURITIES houses and individual investors drew encouragement from the overnight gain on Wall Street and sought electric powers and blue chips in Tokyo yesterday, pushing prices up sharply, writes Shigeo Nishiwaki of Jiji Press.

The Nikkei market average jumped 135.43 to 17,850.23 and volume surged from 37.25m shares to 481.56m. Gains led losses 489 to 337, with 144 issues unchanged.

New York's recovery was the only bright news for investors, who had been discouraged by uncertainty over co-ordinated discount rate cuts by major industrial countries and crude oil prices. None the less, institutional investors remained cautious and the market still lacked enough energy for a full recovery. Securities houses chiefly bought local power firms and smaller blue chips with comparatively small capitalisation.

Tokyo Electric Power shot up Y220 to Y8,020, regaining the Y8,000 level, and Kansai Electric Power advanced Y100 to Y3,800. Buying shifted to local power firms because leading companies' margin buying balances were high.

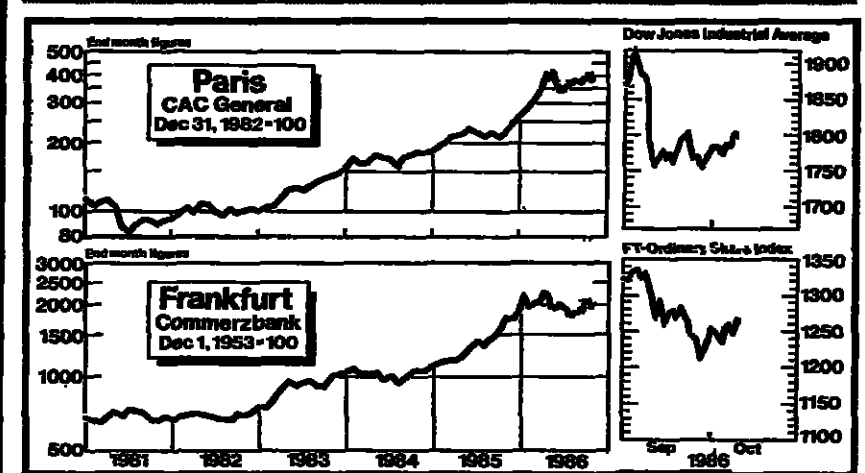
Share prices have seen-sawed since Monday. One brokerage house said the firmer market had not been expected ahead of the public forthcoming holidays today and tomorrow.

Dealers and institutional investors alike were unwilling to participate in the bond market as hopes faded for co-ordinated discount rate cuts.

They were depressed by Wednesday's sharp rise in federal fund rates on the New York bond market, Bank of Japan Governor Satoshi Sumita's continued caution on the likelihood of another discount rate reduction this year and the growing conviction that the West German Bundesbank will not lower its discount rate for the time being.

The yield on the benchmark 6.2 per cent government bond due in July 1995 rose from 4.740 per cent Wednesday to 4.760 per cent. The Bank of Japan bought Y50bn worth of government bonds with about nine years maturity. But this had little impact on the market.

KEY MARKET MONITORS



STOCK MARKET INDICES

| NEW YORK | Oct 9 | Previous | Year ago |
|----------------|----------|----------|----------|
| DJ Industrials | 1,796.82 | 1,803.85 | 1,326.72 |
| DJ Transport | 828.38 | 828.13 | 642.56 |
| DJ Utilities | 159.22 | 158.51 | 154.08 |
| S&P Composite | 716.21 | 726.68 | 102.82 |

| LONDON | Oct 9 | Previous | Year ago |
|----------------|---------|----------|----------|
| FT Ord | 1,288.1 | 1,248.1 | 1,007.0 |
| FT-SE 100 | 1,591.0 | 1,567.8 | 1,308.1 |
| FT-A All-share | 791.09 | 782.10 | 636.79 |
| FT-A 500 | 867.71 | 858.37 | 700.06 |
| FT Gold mines | 332.1 | 333.5 | 230.2 |
| FT-A Long gilt | 10.38 | 10.49 | 10.20 |

| TOKYO | Oct 9 | Previous | Year ago |
|----------|-----------|-----------|----------|
| Nikkei | 17,850.23 | 17,514.80 | 12,857.2 |
| Tokyo SE | 1,487.37 | 1,469.51 | 1,033.33 |

| AUSTRALIA | Oct 9 | Previous | Year ago |
|----------------|---------|----------|----------|
| All Ord. | 1,338.1 | 1,332.6 | 1,023.6 |
| Metals & Mins. | 714.8 | 716.9 | 529.9 |

| AUSTRIA | Oct 9 | Previous | Year ago |
|---------------|--------|----------|----------|
| Credit Aktien | 233.00 | 233.98 | n/a |

| BELGIUM | Oct 9 | Previous | Year ago |
|------------|----------|----------|----------|
| Belgian SE | 3,636.31 | 3,652.24 | 2,500.33 |

| CANADA | Oct 9 | Previous | Year ago |
|--------------------|----------|----------|----------|
| Toronto | 2,148.2 | 2,183.9 | 1,843 |
| Metals & Mins | 3,029.1 | 3,041.7 | 2,818.4 |
| Composites | 1,527.20 | 1,538.01 | 1,26.84 |
| Montreal Portfolio | 1,527.20 | 1,538.01 | 1,26.84 |

| DENMARK | Oct 9 | Previous | Year ago |
|---------|--------|----------|----------|
| SE | 194.10 | 192.38 | 232.23 |

| FRANCE | Oct 9 | Previous | Year ago |
|---------------|--------|----------|----------|
| CAC Gen | 387.50 | 387.00 | 205.9 |
| Ind. Tendance | 151.10 | 151.00 | 75.2 |

| WEST GERMANY | Oct 9 | Previous | Year ago |
|--------------|----------|----------|----------|
| FAZ-Aktien | 674.32 | 676.95 | 543.78 |
| Commerzbank | 2,017.70 | 2,025.00 | 1,596.5 |

| HONG KONG | Oct 9 | Previous | Year ago |
|-----------|----------|----------|----------|
| Hang Seng | 2,271.15 | 2,204.41 | 1,587.99 |

| ITALY | Oct 9 | Previous | Year ago |
|-------------|--------|----------|----------|
| Banca Comm. | 749.80 | 739.45 | 408.94 |

| NETHERLANDS | Oct 9 | Previous | Year ago |
|-------------|--------|----------|----------|
| ANP-CBS Gen | 279.50 | 281.80 | 211.2 |
| ANP-CBS Ind | 280.30 | 281.70 | 185.5 |

| NORWAY | Oct 9 | Previous | Year ago |
|---------|--------|----------|----------|
| Osto SE | 373.98 | 370.88 | 378.01 |

| SINGAPORE | Oct 9 | Previous | Year ago |
|---------------|--------|----------|----------|
| Straits Times | 891.00 | 845.24 | 764.87 |

| SOUTH AFRICA | Oct 9 | Previous | Year ago |
|-----------------|---------|----------|----------|
| JSE Golds | 2,022.0 | 1,047.4 | 1,047.4 |
| JSE Industrials | 1,385.0 | 974.1 | 974.1 |

| SPAIN | Oct 9 | Previous | Year ago |
|-----------|--------|----------|----------|
| Madrid SE | 199.15 | 200.79 | 85.88 |

| SWEDEN | Oct 9 | Previous | Year ago |
|--------|----------|----------|----------|
| J & P | 2,549.21 | 2,536.55 | 1,367.74 |

| SWITZERLAND | Oct 9 | Previous | Year ago |
|----------------|--------|----------|----------|
| Swiss Bank Ind | 563.50 | 563.00 | 484.7 |

| WORLD | Oct 9 | Previous | Year ago |
|------------------|-------|----------|----------|
| MS Capital Int'l | 345 | 344.2 | 224.2 |

COMMODITIES

| (London) | Oct 9 | Prev |
|----------------------|-----------|-----------|
| Silver (spot fixing) | 399.85p | 398.50p |
| Copper (cash) | £945.0 | £950.50 |
| Coffee (Ncv) | £2,275.00 | £2,340.00 |
| Oil (Brent blend) | \$14.20 | \$14.25 |

GOLD (per ounce)

| | Oct 9 | Prev |
|----------------|-----------|-----------|
| London | \$433.375 | \$439.375 |
| Zurich | \$433.375 | \$439.375 |
| Paris (fixing) | \$432.64 | \$436.18 |
| Luxembourg | \$436.00 | \$439.50 |
| New York (Dec) | \$433.00 | \$442.40 |

LONDON

Optimism on Opec prevails

A SHARPLY HIGHER trend emerged in London yesterday, when optimism over the meeting of Opec ministers outweighed disappointment at the absence of any reference either to sterling or domestic interest rates from the speech by the Chancellor of the Exchequer to the Conservative Party Conference.

The FT Ordinary index gained 20 to 1288.1 with oil stocks again providing a lead.

Government bonds gained as much as 1 1/2 points buoyed by an improvement in the pound, which would benefit quickly if Opec succeeds in holding oil prices firm.

Chief price changes, Page 35; Details, Page 34; Share information service, Pages 32-33.

HONG KONG

HEAVY institutional buying drove Hong Kong to a record high for the third consecutive day as US and Japanese fund managers switched investments from Wall Street to the local market.

The Hang Seng index rose 86.74 to 1,617.47 on turnover that edged back to HK\$1.62bn from Wednesday's record HK\$1.72bn. Among leaders, Cheung Kong rose HK\$2 to HK\$33, China Light 40 cents to HK\$30.30, Hongkong Bank 30 cents to HK\$8.15 and Hongkong Land 20 cents to HK\$7.60.

Property issues continued to find strong demand. Hutchison Whampoa rose HK\$1.50 to HK\$40.75, Sun Hung Kai Properties HK\$1 to HK\$19.40 and Henderson Land 15 cents to HK\$3.725.

SINGAPORE

ANOTHER sharp rise was registered in Singapore as encouragement continued to be drawn from remarks by the Finance Minister earlier in the week about a recovery in the local economy.

The Straits Times industrial index rose 35.76 to 881, after Wednesday's 26.43 point gain. Turnover was with a record S\$151.5m.

SIA was the star performer gaining S\$1.10 to S\$9.30 following a report that the chairman may reduce the stake held by the Government to 50 per cent or less, from the present 63 per cent.

SOUTH AFRICA

GOLD SHARES drifted lower throughout the session in Johannesburg ahead of today's national holiday with the directionless gold price aiding the trend.

Randfontein shed R10 to R465 and Bracken was 70 cents lower at R8.85. Among mining financials, Consolidated Goldfields put on R2 to R44 amid bid rumours. In platinum, Impala shed R1.50 to R50 but diamond share De Beers firmed 25 cents to R33.25.

CANADA

DECLINES among gold and banks shares dragged Toronto back after an early rally in hefty trading.

Declining gold miners, reacting to the weaker bullion price, including Campbell Red Lake, C\$% lower at C\$29% and Dome Mines, C\$% lower at C\$89%.

Bank of Montreal led its sector lower with a C\$1 fall to C\$34%.

Over the last year GT has confirmed a lot of people's feelings about European investment.

During the last few years, more and more people have begun to realise the investment opportunities waiting for them in Europe.

And since the launch of the GT Europe Fund in January 1984, they've also come to value our advice and expertise as a major independent investment group.

We invest around \$670 million in Europe, out of the \$5.2 billion we currently manage worldwide.

January 1986. Investment now worth \$15,950.

Imagine. If you invest in the GT Europe Fund tomorrow, this time next year, you could be doing what all our current investors are doing now.

Smiling. If you'd like to know more about the GT Europe Fund and why the time is right for you to consider investing in it, please fill in the coupon below.

January 1984. \$10,000 invested.

We're the ones who have believed for some years that the European success story wouldn't be a mere flash in the pan. And we're the ones who were confident that, as fresh opportunities emerged, the future would look even rosier for the long-term investor, especially in our GT Europe Fund.

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And how to use the stable economies, ever decreasing inflation rates and keen overseas interest in the area to our investors' advantage.

Within the first two years we were able to reward our investors' confidence with a handsome growth rate.

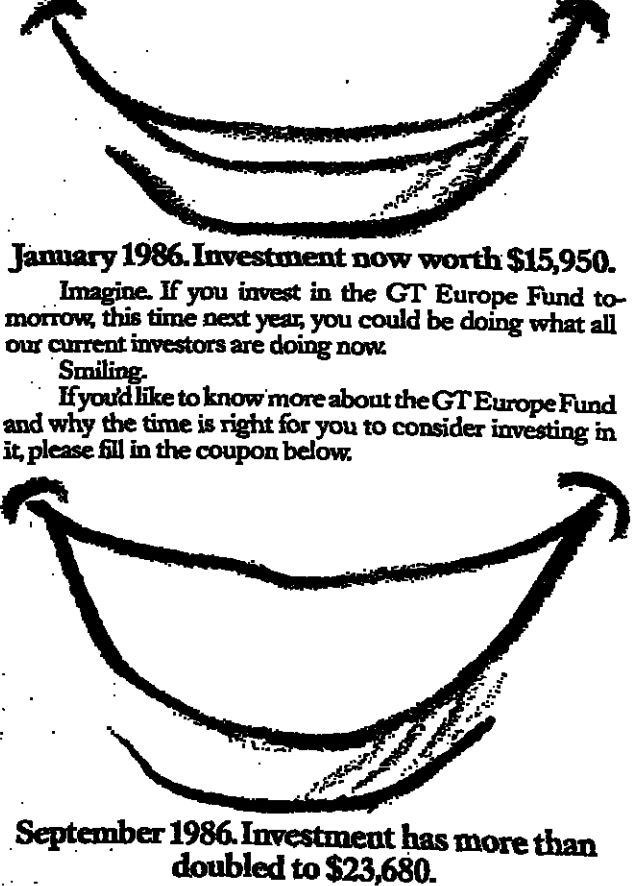
September 1986. Investment has more than doubled to \$23,680.

September 1985. Now showing 15.2% profit.

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